

Carter Russell Davis III
 Form 4
 December 07, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Carter Russell Davis III

2. Issuer Name and Ticker or Trading Symbol
 HOME BANCSHARES INC
 [HOMB]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 P.O. BOX 966
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/04/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Centennial Bank Regional Pres.

CONWAY, AR 72033
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 12/04/2018 | | I | V | \$ 6,926.0568 18.12 (1) | I | By 401(k) |
| Common Stock | | | | | 19,591.648 (2) | D | |
| Common Stock - Restricted | | | | | 6,667 (3) | D | |
| Common Stock - Performance | | | | | 25,000 (4) (5) | D | |
| | | | | | 5,234 | I | |

Common
Stock

Held by
IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Stock Option | \$ 23.32 | | | | | <u>(6)</u> 07/19/2028 | Common Stock | 20,000 |
| Performance Stock Option | \$ 18.46 | | | | | <u>(7)</u> 08/23/2025 | Common Stock | 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Carter Russell Davis III P.O. BOX 966 CONWAY, AR 72033 | | | Centennial Bank Regional Pres. | |

Signatures

/s/ Russell Davis Carter, III by Micah Osborne
Date: 12/07/2018

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)

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Reflects the dollar value of the reporting person's units in a unitized stock fund under the Home BancShares, Inc. 401(k) Plan as of December 4, 2018, divided by the closing price of Home BancShares common stock on that date. The unitized stock fund consists of Home BancShares common stock and a reserve of cash in amounts that vary from time to time.

- (2) Includes the vested portion of restricted stock granted on August 24, 2015 which vests in 33 1/3% installments over five years beginning on the third anniversary of the award date. The restricted stock vested on August 24, 2018.
- (3) Restricted Stock granted on August 24, 2015 will vest in 33 1/3% installments over five years beginning on the third anniversary of the award date. The stock began vesting in 33 1/3% installments on August 24, 2018.
- (4) The Performance Stock awarded on July 19, 2018 will vest in 33 1/3% installments over three years beginning on the third annual anniversary of the date that the performance goal is met.

- (5) The Performance Stock awarded on August 24, 2015 will vest in 33 1/3% installments over five years beginning on the third annual anniversary of the date that the performance goal is met. The performance goal was met on December 31, 2016 and will therefore begin vesting in 33 1/3% installments on December 31, 2019.

- (6) The Performance Stock Option awarded on July 19, 2018 is exercisable in five equal annual installments beginning on the first annual anniversary of the date that the performance goal is met.

- (7) Once the performance goal has been met, the Performance Stock Option awarded on August 24, 2015 is exercisable in seven equal annual installments beginning on the first annual anniversary of the award date. The performance goal was met on December 31, 2016. Therefore, the first installment became exercisable on August 24, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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