

Hester Kevin
 Form 5
 February 08, 2019

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Hester Kevin

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Lending Officer

P.O. BOX 966
 (Street)

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

6. Individual or Joint/Group Reporting
 (check applicable line)

CONWAY, AR 72033

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	71,579 ⁽¹⁾	D	Â
Common Stock - Performance Based	Â	Â	Â	Â	Â	Â	50,000 ^{(2) (3)}	D	Â
Common Stock - Restricted	Â	Â	Â	Â	Â	Â	13,333 ⁽⁴⁾	D	Â

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Common Stock	Â	Â	Â	Â	Â	Â	5,341.7081 (5)	I	By 401(K)
Common Stock	Â	Â	Â	Â	Â	Â	7,128	I	By IRA

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

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(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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Performance Stock Option	\$ 23.32	Â	Â	Â	Â Â	Â (6) 07/19/2028	Common Stock 60,000
Performance Stock Option	\$ 18.46	Â	Â	Â	Â Â	Â (7) 08/23/2025	Common Stock 100,000
Stock Option	\$ 21.25	Â	Â	Â	Â Â	Â (8) 04/20/2026	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hester Kevin P.O. BOX 966 CONWAY, AR 72033	Â	Â	Â Chief Lending Officer	Â

Signatures

/s/ Kevin Hester by Micah Osborne 02/08/2019

__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) 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 stock began vesting in 33 1/3% installments on August 24, 2018.

(2) 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.

(3) 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.

(4) 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.

(5) 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 31, 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.

(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.

(8) The option is exercisable in five equal annual installments. The first installment became exercisable on April 21, 2017.

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