

Birch Robert F Jr
Form 4
October 25, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Birch Robert F Jr

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)
10/24/2012

____ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 10/24/2012 | | M | 6,096 A \$ 8.68 | 10,891.0615 (4) | D | |
| Common Stock | 10/24/2012 | | S | 5,096 D \$ 35.076 | 5,795.0615 | D | |
| Common Stock | | | | | 49,089.709 (7) | I | By the Bob Birch Trust |
| Common Stock | | | | | 3,042.705 (8) | I | By IRA |
| | | | | | 664 | I | |

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| | | | | | | |
|----------------------------------|------------|-----|---|---------|---|---------------|
| Common Stock | | | | | | By wife's IRA |
| Common Stock | 11,570.804 | (3) | I | | | By 401(k) |
| Common Stock - Restricted | 5,035 | (6) | | (1) (2) | D | |
| Common Stock - Performance Based | 2,000 | (5) | | | D | |

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 8.68 | 10/24/2012 | | M | 6,096 | 11/30/2002 | 11/30/2012 | Common Stock | 6,096 |
| Performance Stock Option | \$ 11.09 | | | | | 01/01/2010 | 03/13/2016 | Common Stock | 14,820 |
| Stock Option | \$ 8.68 | | | | | 11/30/2003 | 11/30/2013 | Common Stock | 12,090 |
| Stock Option | \$ 8.68 | | | | | 11/30/2004 | 11/30/2014 | Common Stock | 12,090 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Birch Robert F Jr
P.O. BOX 966
CONWAY, AR 72033

Centennial Bank Regional Pres.

Signatures

/s/Robert F. Birch Jr. by Rachel
Wesson

10/25/2012

__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) Restricted Stock granted on January 22, 2010 will vest in 33 1/3% installments over three years each January 22nd.

(2) Restricted Stock granted on February 2, 2011 will vest in 33 1/3% installments over three years each February 2nd.

(3) Includes 30.564 shares acquired by the Home BancShares, Inc. 401(k) Plan since the last filing.

(4) Includes 36.5209 shares acquired by the Home BancShares, Inc. Dividend Reinvestment Plan since the last filing.

(5) The Performance Stock awarded on August 2, 2012 will "cliff" vest on the third annual anniversary of the date that the performance goal is met. The performance goal will be met as of the end of the calendar quarter when the Company has averaged \$0.625 diluted earnings per share for four consecutive quarters or \$2.50 total diluted earnings per share over a period of four consecutive quarters.

(6) Restricted Stock granted on August 2, 2012 will "cliff" vest 100% three years from award date.

(7) Includes 184.26 shares acquired by the Home BancShares, Inc. Dividend Reinvestment Plan since the last filing.

(8) Includes 11.361 shares acquired by the Home BancShares, Inc. Dividend Reinvestment Plan since the last filing.

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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