

Waddington Michael L  
 Form 4  
 January 25, 2010

**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 \*  
 Waddington Michael L

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)  
 01/22/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Retired Regional President

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	2,877	D	

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

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

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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
Performance Stock Option	\$ 12.2	01/22/2010		A	2,106 <u>(5)</u>	01/01/2010	Common Stock	2,106
Stock Option	\$ 20.41					<u>(1)</u>	Common Stock	10,800
Stock Option	\$ 10.5					<u>(2)</u>	<u>(3)</u> Common Stock	2,618
Stock Option	\$ 18.93					<u>(4)</u>	Common Stock	10,800

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Waddington Michael L P.O. BOX 966 CONWAY, AR 72033			Retired Regional President	

**Signatures**

/s/Michael L. Waddington by Rachel Starkey 01/25/2010  
\*\*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) The option is exercisable in five equal annual installments beginning on March 9, 2008
- (2) Options were granted by TCBancorp. Upon merger with Home BancShares on January 1, 2005, these options became 100% vested. Prior to the merger, only 523 options had vested with an exercisable date of December 31, 2004.
- (3) The options expire 10 years from the exercisable date, therefore the first installment expires on December 31, 2014 and the remaining installment expires on January 1, 2015.
- (4) The option is exercisable in three equal annual installments beginning on January 10, 2009.
- (5) These performance based stock options were granted in March 2006 under the Home BancShares, Inc. 2006 Stock Option and Performance Incentive Plan. For the person to become eligible, the Company has to meet certain objectives each year. As a result of the Company's 2009 performance, 25% of the total options granted were approved for eligibility by the Company's Compensation Committee.

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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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