

SIMMONS FIRST NATIONAL CORP

Form 4

January 19, 2017

**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 \*  
**FEHLMAN ROBERT A**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**SIMMONS FIRST NATIONAL  
CORP [SFNC]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**SIMMONS FIRST NATIONAL  
CORP, 501 MAIN STREET**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/17/2017**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**SEVP, CFO & Treasurer**

(Street)

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

**PINE BLUFF, AR 71601**

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                      | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                   |
| SFNC                                  | 01/17/2017                              |                                                             | A                                       |                                                                        | 2,982                                                                                                              | A                                                                    | \$<br>58.5                              |
| SFNC                                  | 01/17/2017                              |                                                             | F                                       |                                                                        | 1,040                                                                                                              | D                                                                    | \$<br>58.5                              |
| SFNC                                  |                                         |                                                             |                                         |                                                                        |                                                                                                                    |                                                                      | 633                                     |
| SFNC                                  |                                         |                                                             |                                         |                                                                        |                                                                                                                    |                                                                      | 7,636                                   |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form**

SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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. Date | 9. Title | 10. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|---------|----------|--------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               |         |          |                                |
| Restricted Stock Unit                      | (1)                                                    | 01/17/2017                           |                                                    | A                              | 2,363                                                                                   | (2)                                                      | (2)                                                           |         | Common   | 2,363                          |
| Performance Stock Unit                     | (3)                                                    | 01/17/2017                           |                                                    | A                              | 4,726                                                                                   | (4)                                                      | (4)                                                           |         | Common   | 4,726                          |

## Reporting Owners

| Reporting Owner Name / Address                                                             | Relationships                    |
|--------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                            | Director 10% Owner Officer Other |
| FEHLMAN ROBERT A<br>SIMMONS FIRST NATIONAL CORP<br>501 MAIN STREET<br>PINE BLUFF, AR 71601 | SEVP, CFO & Treasurer            |

## Signatures

/s/ Robert A. Fehlman by Piper P.  
Erwin

01/19/2017

\*\*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) Each Restricted Stock Unit represents a contingent right to receive one share of Simmons First National Corporation common stock.

(2) One third of the Restricted Stock Unit vests on January 17, 2018, 2019 and 2020. SFNC shares will be delivered within 30 days of vesting. Events such as retirement, death, disability and other specified events in the agreement may result in earlier vesting.

(3) Each Performance Stock Unit represents a contingent right to receive one share of Simmons First National Corporation common stock.

The shares listed are the maximum number of shares which may vest under this grant. Vesting will occur subsequent to the attainment of performance goals set and verified by the Compensation Committee of the Company's Board of Directors for the performance period ending December 31, 2019, contingent upon the reporting person's continued employment with the registrant.

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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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