ALLISON JOHN W

Form 4

January 23, 2013

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

burden hours per response...

5. Relationship of Reporting Person(s) to

190,586.5347

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

ALLISON J	OHN W	Symbol			BANCSHARES INC				Issuer (Check all applicable)				
(Last)	(First)	(Middle)	(Month/Da						_X Director 10% Owner Officer (give title Other (specify below)				
P.O. BOX 9	66		01/18/20)13					Chairman				
			endment, Date Original					6. Individual or Joint/Group Filing(Check					
Filed(Mo		Filed(Mont	th/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	I - No	n-De	erivative S	Securi	ties Ac	quired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye.	ar) Execution	emed on Date, if /Day/Year)	Code (Instr.	8)	4. Securi on Acquired Disposed (Instr. 3,	(A) of (E) 4 and (A) or))	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 - Restricted Stock	01/18/2013			A		1,000	A	\$ 0	3,429 (11) (12) (13) (14)	D			
Common Stock	11/19/2012			G	V	1,800	D	\$0	1,836,702 (14)	D			
Common Stock									4,068	I	By IRA		
Common Stock									213,840	I	By wife		

By son

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Common Stock

By Capital Common 16,832 Ι **Buyers** Stock

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (or Disposed (D) (Instr. 3, 4, and 5)	(A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Option	\$ 34.5	01/18/2013		A	25,000		01/18/2014	01/17/2023	Common Stock	25,0
Stock Option	\$ 6.17						(2)	(2)	Common Stock	2,85
Stock Option	\$ 7.85						<u>(4)</u>	<u>(4)</u>	Common Stock	1,42
Stock Option	\$ 7.01						<u>(3)</u>	<u>(3)</u>	Common Stock	1,0
Performance Stock Option	\$ 11.09						01/01/2010	03/13/2016	Common Stock	44,4
Stock Option	\$ 8.42						(5)	<u>(5)</u>	Common Stock	1,78
Stock Option	\$ 9.83						<u>(6)</u>	<u>(6)</u>	Common Stock	1,78
Stock Option	\$ 10.66						<u>(7)</u>	<u>(7)</u>	Common Stock	1,78
Stock Option	\$ 10.66						07/27/2005	07/27/2015	Common Stock	89,1
Stock Option	\$ 9.55						<u>(8)</u>	<u>(8)</u>	Common Stock	10,0

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Stock Option	\$ 20.33	<u>(9)</u>	01/18/2017	Stock	23,7
Stock Option	\$ 17.07	<u>(1)</u>	01/17/2018	Common Stock	17,8
Stock Option	\$ 17.21	(10)	01/09/2018	Common	2,3

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
ALLISON JOHN W P.O. BOX 966 CONWAY, AR 72033	X		Chairman				

Signatures

/s/John W. Allison by Rachel
Wesson
01/23/2013

**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 became exercisable in five equal annual installments beginning on January 18, 2009.
- The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2000 and would have expired on December 31, 2010.
- (3) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2001 and would have expired on December 31, 2011.
- (4) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2002 and expires on December 31, 2012.
- (5) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2003 and expires on December 31, 2013.
- The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2004 and expires on December 31, 2014.
- (7) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2005 and expires on December 31, 2015.
- (8) 1,440 options have an expiration date of December 31, 2013 and 1,728 options have an expiration date of December 31, 2014. The remaining 6,910 options vested on January 1, 2005 with an expiration date of January 1, 2015.
- (9) The option became exercisable in two equal annual installments beginning on January 19, 2008.
- (10) The option became exercisable in five equal annual installments beginning on January 10, 2009.
- (11) Restricted Stock granted on January 22, 2010 will vest in 33 1/3% installments over three years each January 22nd.
- (12) Restricted Stock granted on February 2, 2011 will vest in 33 1/3% installments over three years each February 2nd.
- (13) Restricted Stock granted on January 18, 2013 will vest in 33 1/3% installments over three years each January 18th.
- (14) The reporting person had 1,466 shares vest 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.

Reporting Owners 3

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