

DILL ROBERT
Form 5
February 10, 2009

FORM 5

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).
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 *
DILL ROBERT

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

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

SIMMONS FIRST NATIONAL CORP, 501 MAIN STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

PINE BLUFF, AR 71601

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) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| SFNC | Â | Â | Â | Â | 24,271 | D | Â |
| SFNC | Â | Â | Â | Â | 22,267 | D | Â |
| SFNC | Â | Â | Â | Â | 102 | D | Â |

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

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SEC 2270 (9-02)

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|-------------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Incentive Stock Option | \$ 10.56 | 07/28/2000 | Â | X | 0 | Â | 07/28/2004 | 07/27/2009 | Common | 200 |
| Incentive Stock Option | \$ 12.13 | 05/07/2001 | Â | X | 0 | Â | 05/07/2001 | 05/06/2011 | Common | 2,000 |
| Incentive Stock Option | \$ 12.13 | 05/07/2001 | Â | X | 0 | Â | 05/07/2002 | 05/06/2011 | Common | 2,000 |
| Incentive Stock Option | \$ 12.13 | 05/07/2001 | Â | X | 0 | Â | 05/07/2003 | 05/06/2011 | Common | 2,000 |
| Incentive Stock Option | \$ 12.13 | 05/07/2001 | Â | X | 0 | Â | 05/07/2004 | 05/06/2011 | Common | 2,000 |
| Incentive Stock Option | \$ 12.13 | 05/07/2001 | Â | X | 0 | Â | 05/07/2005 | 05/06/2011 | Common | 2,000 |
| Incentive Stock Option | \$ 23.78 | 07/26/2004 | Â | X | 0 | Â | 07/26/2004 | 07/25/2014 | Common | 400 |
| Incentive Stock Option | \$ 23.78 | 07/26/2004 | Â | X | 0 | Â | 07/26/2005 | 07/25/2014 | Common | 400 |
| Incentive Stock Option | \$ 23.78 | 07/26/2004 | Â | X | 0 | Â | 12/31/2005 | 07/25/2014 | Common | 400 |
| Incentive Stock | \$ 23.78 | 07/26/2004 | Â | X | 0 | Â | 12/31/2005 | 07/25/2014 | Common | 400 |

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| | | | | | | | | | | | |
|------------------------------|----------|------------|---|---|---|---|------------|------------|--------|-----|--|
| Option | | | | | | | | | | | |
| Incentive Stock Option | \$ 23.78 | 07/26/2004 | Â | X | 0 | Â | 12/31/2005 | 07/25/2014 | Common | 400 | |
| Incentive Stock Option | \$ 24.5 | 05/23/2005 | Â | X | 0 | Â | 05/23/2005 | 05/23/2015 | Common | 356 | |
| Incentive Stock Option | \$ 24.5 | 05/23/2005 | Â | X | 0 | Â | 12/31/2005 | 05/23/2015 | Common | 178 | |
| Incentive Stock Option | \$ 24.5 | 05/23/2005 | Â | X | 0 | Â | 12/31/2005 | 05/23/2015 | Common | 178 | |
| Incentive Stock Option | \$ 24.5 | 05/23/2005 | Â | X | 0 | Â | 12/31/2005 | 05/23/2015 | Common | 178 | |
| Incentive Stock Option | \$ 26.19 | 05/20/2006 | Â | X | 0 | Â | 05/22/2007 | 05/20/2016 | Common | 180 | |
| Incentive Stock Option | \$ 26.19 | 05/20/2006 | Â | X | 0 | Â | 05/22/2008 | 05/20/2016 | Common | 180 | |
| Incentive Stock Option | \$ 26.19 | 05/20/2006 | Â | X | 0 | Â | 05/22/2009 | 05/20/2016 | Common | 180 | |
| Incentive Stock Option | \$ 26.19 | 05/20/2006 | Â | X | 0 | Â | 05/22/2010 | 05/20/2016 | Common | 180 | |
| Incentive Stock Option | \$ 26.19 | 05/20/2006 | Â | X | 0 | Â | 05/22/2011 | 05/20/2016 | Common | 180 | |
| Incentive Stock Option | \$ 28.42 | 05/31/2007 | Â | X | 0 | Â | 05/31/2008 | 05/30/2017 | Common | 180 | |
| Incentive Stock Option | \$ 28.42 | 05/31/2007 | Â | X | 0 | Â | 05/31/2009 | 05/30/2017 | Common | 180 | |
| Incentive Stock Option | \$ 28.42 | 05/31/2007 | Â | X | 0 | Â | 05/31/2010 | 05/30/2017 | Common | 180 | |
| Incentive Stock Option | \$ 28.42 | 05/31/2007 | Â | X | 0 | Â | 05/31/2011 | 05/30/2017 | Common | 180 | |

Incentive
 Stock \$ 28.42 05/31/2007 Â X 0 Â 05/31/2012 05/30/2017 Common 180
 Option

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DILL ROBERT SIMMONS FIRST NATIONAL CORP 501 MAIN STREET PINE BLUFF, AR 71601 | Â | Â | Â EVP | Â |

Signatures

/s/ Robert Dill by Piper P.
 Erwin 02/10/2009

__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).
- Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.