

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--------------------------|-----------|
| OMB Number: | 3235-0287 |
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| hours per response: | 0.5 |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Address of Reporting Person* <u>MARTIN DOUGLAS H</u> (Last) (First) (Middle) 111 CENTER STREET (Street) LITTLE ROCK AR 72201 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>CONN INC [CONN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 06/07/2021 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | (A) or (D) | Price | | | |
| Common Stock | 06/07/2021 | | s | | 2,000 | D | \$29 ⁽¹⁾ | 120,484 | I | By Douglas H. Martin Trust |
| Common Stock | 06/07/2021 | | s | | 2,000 | D | \$29.0005 | 118,484 | I | By Douglas H. Martin Trust |
| Common Stock | 06/08/2021 | | s | | 2,000 | D | \$29.3 | 116,484 | I | By Douglas H. Martin Trust |
| Common Stock | 06/08/2021 | | s | | 2,000 | D | \$29.2503 | 114,484 | I | By Douglas H. Martin Trust |
| Common Stock | 06/07/2021 | | s | | 2,000 | D | \$29 | 52,077 | I | By Roth IRA |
| Common Stock | 06/07/2021 | | s | | 2,000 | D | \$28.99 | 50,077 | I | By Roth IRA |
| Common Stock | 06/08/2021 | | s | | 2,000 | D | \$29.263 | 48,077 | I | By Roth IRA |
| Common Stock | 06/08/2021 | | s | | 2,000 | D | \$29.25 | 46,077 | I | By Roth IRA |
| Common Stock | | | | | | | | 32,482 | I | By Martin Family 2016 Trust |
| Common Stock | | | | | | | | 3,900 | I | By children |

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) | 4. Deemed Execution Date, if any (e.g., puts, calls, warrants, options, convertible securities) (Month/Day/Year) | 5. Number (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable or Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--|---|---|--|--|---|--|
| <p>1. The reporting person effected open market sale transactions through trade orders executed by a broker-dealer. All of the sale prices provided herein reflect the average sale prices.</p> <p>Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * 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. 80ff(a). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.</p> | | | | | | | | | | |
| <p>1. Title of Derivative Security</p> <p>2. Conversion or Exercise Price of Derivative Security</p> <p>3. Transaction Date (Month/Day/Year)</p> <p>3A. Deemed Execution Date, if any (Month/Day/Year)</p> <p>4. Transaction Code (Instr. 8)</p> <p>5. Number (A) or Disposed of (D) (Instr. 3, 4 and 5)</p> <p>6. Date Exercisable or Expiration Date (Month/Day/Year)</p> <p>7. Title and Underlying Security (Instr. 3 and 4)</p> <p>8. Price of Derivative Security (Instr. 5)</p> <p>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</p> <p>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</p> <p>11. Nature of Indirect Beneficial Ownership (Instr. 4)</p> | | | | | | | | | | |
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