

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>POPPE MICHAEL J</u> (Last) (First) (Middle) 4055 TECHNOLOGY FOREST BLVD., SUITE 210 (Street) THE WOODLANDS TX 77381 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONNS INC [CONN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Operating Officer
	3. Date of Earliest Transaction (Month/Day/Year) 05/27/2016	
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	05/27/2016		F		334 ⁽¹⁾	D	\$11.15 ⁽²⁾	107,274	D	
Common Stock	05/27/2016		F		427 ⁽³⁾	D	\$11.15 ⁽²⁾	106,847	D	
Common Stock	05/30/2016		F		749 ⁽⁴⁾	D	\$11.15 ⁽²⁾	106,098	D	
Common Stock	05/30/2016		F		1,079 ⁽⁵⁾	D	\$11.15 ⁽²⁾	105,019	D	

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 Securities Underlying Derivative 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)
				Code	V		(A)	(D)					

Explanation of Responses:

- Represents shares withheld to pay withholding taxes due upon vesting of Restricted Stock Units awarded on May 27, 2014.
- Price based on closing price of Conn's, Inc. Common Stock on date of vesting.
- Represents shares withheld to pay withholding taxes due upon vesting of Restricted Stock Units awarded on May 27, 2015.
- Represents shares withheld to pay withholding taxes due upon vesting of Restricted Stock Units awarded on May 30, 2012.
- Represents shares withheld to pay withholding taxes due upon vesting of the performance-based Restricted Stock Units granted to the reporting person on May 30, 2012.

Remarks:

/s/ Robert F. Bell, as attorney-in-fact 06/01/2016

** Signature of Reporting Person Date

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. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.