

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Prior Mark A</u> (Last) (First) (Middle) 2445 TECHNOLOGY FOREST BLVD. SUITE 800 (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) _____ <u>General Counsel and Sec.</u>
	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2022	
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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/01/2022		F		1,298 ⁽¹⁾	D	\$23.79 ⁽²⁾	62,923	D	
Common Stock	02/01/2022		A		7,329	A	⁽³⁾	70,252	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)	Date Exercisable	Expiration Date						Title
Performance Stock Units	⁽⁴⁾	02/01/2022		A		7,328		02/01/2025	02/01/2025	Common Stock	7,328	⁽⁴⁾	28,986	D	

Explanation of Responses:

- Represents shares withheld to pay withholding taxes due upon vesting of Restricted Stock Units awarded on February 1, 2021.
- Price based on closing price of Conn's, Inc. Common Stock on date of vesting.
- Restricted Stock Units awarded to reporting person under the 2020 Omnibus Incentive Plan. Each RSU represents a contingent right to receive one share of common stock. The RSUs vest in three annual installments commencing on February 1, 2023.
- Performance-based Restricted Stock Units awarded to reporting person under the 2020 Omnibus Equity Plan. Each Performance-based Restricted Stock Unit represents a contingent right to receive a share of the Company's common stock, based on the Company's total shareholder return ("TSR").

Remarks:

/s/ Mark Prior, as attorney-in-fact 02/03/2022

** 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.