

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
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1. Name and Address of Reporting Person * <u>ATNIP DAVID R</u> (Last) (First) (Middle) <u>3295 COLLEGE STREET</u> (Street) <u>BEAUMONT TX 77701</u> (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>Senior VP/Treasurer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/14/2012</u>	
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	06/14/2012		M		23,600	A	\$14	157,500	D	
Common Stock	06/14/2012		M		11,999	A	\$6.33	169,499	D	
Common Stock	06/14/2012		M		8,000	A	\$6.34	177,499	D	
Common Stock	06/14/2012		M		3,999	A	\$3.2	181,498	D	
Common Stock	06/14/2012		S		47,598	D	\$16.0666	133,900	D	
Common Stock	06/15/2012		S		10,000	D	\$16.0196	123,900	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
Common Stock Options	\$14	06/14/2012		M			23,600	(1)	11/25/2013	Common Stock	23,600	\$0 ⁽²⁾	0	D	
Common Stock Options	\$6.33	06/14/2012		M			11,999	(3)	11/25/2018	Common Stock	11,999	\$0 ⁽²⁾	0	D	
Common Stock Options	\$6.34	06/14/2012		M			8,000	(4)	11/24/2019	Common Stock	8,000	\$0 ⁽²⁾	0	D	
Common Stock Options	\$3.2	06/14/2012		M			3,999	(5)	11/30/2020	Common Stock	3,999	\$0 ⁽²⁾	0	D	

Explanation of Responses:

- Original stock options granted November 25, 2013, and vested in five equal installments. Options expire fully on November 25, 2013.
- Not a required reportable field. SEC software requires a dollar amount; use zeros per SEC.
- Original stock options granted July 15, 2008, and vested in five equal installments. Options expire fully on November 25, 2018.
- Original stock options granted November 24, 2009, and vested in five equal installments. Options expire fully on November 24, 2019.9
- Original stock options granted November 30, 2010, and vested in five equal installments. Options expire fully on November 30,2020.

/s/ David R. Atnip

06/18/2012

** 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.