

ATNIP DAVID R
Form 4
April 16, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ATNIP DAVID R

(Last) (First) (Middle)

3295 COLLEGE STREET

(Street)

BEAUMONT, TX 77701

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CONNS INC [CONN]

3. Date of Earliest Transaction
(Month/Day/Year)
04/12/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Senior VP/Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	04/12/2013		M		20,000	A	\$ 17.73	85,100	D
Common Stock	04/12/2013		M		15,000	A	\$ 33.88	100,100	D
Common Stock	04/12/2013		M		20,000	A	\$ 22.68	120,100	D
Common Stock	04/12/2013		M		15,000	A	\$ 19.99	135,100	D
Common Stock	04/12/2013		M		4,001	A	\$ 6.33	139,101	D

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Common Stock	04/12/2013	M	4,000	A	\$ 6.34	143,101	D
Common Stock	04/12/2013	M	4,001	A	\$ 3.2	147,102	D
Common Stock	04/15/2013	D	95,902	D	\$ 41.8107	51,200	D

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

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(9-02)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.73	04/12/2013		M	20,000	<u>(1)</u> 11/30/2014	Common Stock 20,000
Employee Stock Option (right to buy)	\$ 33.88	04/12/2013		M	15,000	<u>(2)</u> 11/30/2015	Common Stock 15,000
Employee Stock Option (right to buy)	\$ 22.68	04/12/2013		M	20,000	<u>(3)</u> 12/04/2016	Common Stock 20,000
Employee Stock Option (right to buy)	\$ 19.99	04/12/2013		M	15,000	<u>(4)</u> 11/27/2017	Common Stock 15,000

Employee Stock Option (right to buy)	\$ 6.33	04/12/2013	M	4,001	<u>(5)</u>	11/25/2018	Common Stock	4,001
Employee Stock Option (right to buy)	\$ 6.34	04/12/2013	M	4,000	<u>(6)</u>	11/24/2019	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 3.2	04/12/2013	M	4,001	<u>(7)</u>	11/30/2020	Common Stock	4,001

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ATNIP DAVID R 3295 COLLEGE STREET BEAUMONT, TX 77701			Senior VP/Treasurer	

Signatures

/s/ David R.
Atnip

04/16/2013

**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).

- (1) The option vests in five equal annual installments beginning on November 30, 2005.
- (2) The option vests in five equal annual installments beginning on November 30, 2006.
- (3) The option vests in five equal annual installments beginning December 4, 2007.
- (4) The option vests in five equal annual installments beginning November 27, 2008
- (5) The option vests in five equal annual installments beginning November 25, 2009
- (6) The option vests in five equal annual installments beginning November 24, 2010
- (7) The option vests in five equal annual installments beginning November 30, 2011

Note: File three copies of this Form, one of which must be manually signed. If space 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.