

CONNS INC
Form 4/A
July 01, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
JACOBY JON E M

(Last) (First) (Middle)

100 MORGAN KEEGAN
DRIVE, SUITE 500

(Street)

LITTLE ROCK, AR 72202

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
04/01/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 03/28/2013 | | J ⁽¹⁾ | 832,222 D | \$ 0 5,305,343 ⁽²⁾ | I | By SG-1890, LLC |
| Common Stock | 03/28/2013 | | J ⁽¹⁾ | 624,167 A | \$ 0 687,145 ⁽³⁾ | D | |
| Common Stock | 03/28/2013 | | J ⁽¹⁾ | 208,055 A | \$ 0 208,055 ⁽⁴⁾ | I | By Coral Two Corporation |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

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displays a currently valid OMB control number.

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JACOBY JON E M 100 MORGAN KEEGAN DRIVE SUITE 500 LITTLE ROCK, AR 72202 | X | | | |

Signatures

Ronald M. Clark, Attorney-in-fact for reporting person
 Signature: _____ Date: 07/01/2013

**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).

Effective March 28, 2013, SG-1890, LLC distributed an aggregate of 832,222 shares, representing 624,167 shares to the reporting person and 208,055 shares to Coral Two Corporation, a corporation wholly owned by the reporting person. Such shares represent the pecuniary interests of the reporting person and Coral Two Corporation in SG-1890, LLC. These shares were previously reported as being owned indirectly through SG-1890 and are now being reported as directly owned by the reporting person and Coral Two Corporation in connection with the distribution.

(2) Represents total shares of Conn's, Inc. Common Stock held by SG-1890, LLC. The reporting person is a member of the Executive Committee of the Stephens Group, LLC, the Manager of SG-1890, LLC. The reporting person disclaims beneficial ownership of such shares. This line amends and replaces line 1 of Table I of the Form 4/A filed on June 25, 2013 (the "Amended Report"), which amended and replaced the original Form 4 filed on April 1, 2013.

(3) This line amends and replaces line 2 of Table I of the Amended Report.

(4) This line amends and replaces line 3 of Table I of the Amended Report.

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