

CONNS INC  
Form 4  
May 28, 2014

**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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2005  
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burden hours per  
response... 0.5

(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)  
**05/27/2014**

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

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	05/27/2014		A	1,633 A	\$ 0 (1) 476,924	D	
Common Stock					208,055 (2)	I	By Coral Two Corporation
Common Stock					4,305,343 (3)	I	By SG-1890, LLC

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  
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SEC 1474  
(9-02)

**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 Beneficially Owned Following Reported Transaction (Instr. 10)
				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

05/28/2014

\_\_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 reporting person was awarded 1,633 Restricted Stock Units ("RSUs") on May 27, 2014. Each RSU represents a contingent right to receive one share of Conn's, Inc. Common Stock. The RSUs vest on May 27, 2015. Vested Common Stock shares will be delivered to the reporting person within thirty days following the date of vesting of such shares. The RSUs may be settled only by delivering shares of Conn's, Inc. Common Stock and, thus, the grant is being reported on Table I as allowed by SEC guidance.
- (2) Represents total shares of Conn's, Inc. Common Stock held by Coral Two Corporation. The reporting person is the President and sole owner of Coral Two Corporation.
- (3) 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 except to the extent of his pecuniary interest therein.

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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