

CONNS INC

Form 4

August 26, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Piper Jamie

(Last) (First) (Middle)

4055 TECHNOLOGY FOREST
BLVD., SUITE 210

(Street)

THE WOODLANDS, TX 77381

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CONNS INC [CONN]

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

08/26/2016

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 ____ Other (specify
below) below)

V.P. - Chief Marketing Officer

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	08/26/2016		F		272 ⁽¹⁾	D	6.7 ⁽²⁾
							\$ 13,378

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
displays a currently valid OMB control
number.**

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
Piper Jamie 4055 TECHNOLOGY FOREST BLVD. SUITE 210 THE WOODLANDS, TX 77381	V.P. - Chief Marketing Officer

Signatures

/s/ Robert F. Bell as attorney
in fact 08/26/2016

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) Represents shares withheld to pay withholding taxes due upon vesting of Restricted Stock Units awarded on August 26, 2015.

(2) Price based on closing price of Conn's, Inc. Common Stock on date of vesting.

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.

2,000,000

10.
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE
INSTRUCTIONS)

☐

11.
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.8%

12.

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IA, OO

CUSIP
No 451731103

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE
PERSONS (ENTITIES ONLY)

Armistice Capital Master Fund Ltd.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE
INSTRUCTIONS)

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

2,000,000

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

2,000,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

2,000,000

- CHECK BOX IF THE AGGREGATE AMOUNT IN
10. ROW (9) EXCLUDES CERTAIN SHARES (SEE
INSTRUCTIONS)

☐

11. PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (9)

4.8%

12. TYPE OF REPORTING PERSON (SEE
INSTRUCTIONS)

CO

CUSIP
451731103
No

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Steven
Boyd

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a) ☐
(b) ☒

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

United
States of
America

- NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

Explanation of Responses:

0

SHARED

6. VOTING
POWER

2,000,000

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

2,000,000

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

2,000,000

CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW

10. (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

☐

PERCENT
OF CLASS
REPRESENTED

11. BY
AMOUNT
IN ROW
(9)

4.8%

TYPE OF
REPORTING
12. PERSON
(SEE
INSTRUCTIONS)

IN, HC

CUSIP No 451731103

Item 1. (a). Name of
Issuer:

Ignyta, Inc.

Address of
Issuer's

(b). Principal
Executive
Offices:

11111
Flintkote
Avenue
San Diego,
California
92121
United
States of
America

Item 2. (a). Name of
Person
Filing:

Armistice
Capital,
LLC
Armistice
Capital
Master
Fund Ltd.
Steven
Boyd

Address of
Principal
Business
(b). Office, or if
None,
Residence:

Armistice
Capital,
LLC
510
Madison

Explanation of Responses:

Avenue,
22nd Floor
New York,
New York
10022
United
States of
America

Armistice
Capital
Master
Fund Ltd.
c/o dms
Corporate
Services
Ltd.
20 Genesis
Close
P.O. Box
314
Grand
Cayman
KY1-1104
Cayman
Islands

Steven
Boyd
c/o
Armistice
Capital,
LLC
510
Madison
Avenue,
22nd Floor
New York,
New York
10022
United
States of
America

(c) Citizenship:

Armistice
Capital,
LLC –
Delaware

Armistice
Capital
Master
Fund Ltd. –
Cayman
Islands
Steven
Boyd –
United
States of
America

Title of
(d). Class of
Securities:

Common
Stock, par
value
\$0.0001 per
share

(e). CUSIP
Number:

451731103

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Item 3. If This Statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

- (a) ☐ Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).
- (b) ☐ Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ Group, in accordance with s.240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Armistice Capital, LLC – 2,000,000
Armistice Capital Master Fund Ltd. – 2,000,000
Steven Boyd – 2,000,000

(b) Percent of class:

Armistice Capital, LLC – 4.8%
Armistice Capital Master Fund Ltd. – 4.8%
Steven Boyd – 4.8%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

Armistice Capital, LLC – 0
Armistice Capital Master Fund Ltd. – 0
Steven Boyd – 0

(ii) Shared power to vote or to direct the vote

Armistice Capital, LLC – 2,000,000
Armistice Capital Master Fund Ltd. – 2,000,000
Steven Boyd – 2,000,000

(iii) Sole power to dispose or to direct the disposition of

Armistice Capital, LLC – 0
Armistice Capital Master Fund Ltd. – 0
Steven Boyd – 0

(iv) Shared power to dispose or to direct the disposition of

Armistice Capital, LLC – 2,000,000
Armistice Capital Master Fund Ltd. – 2,000,000
Steven Boyd – 2,000,000

Item
5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item
6. Ownership of More Than Five Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

N/A

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent
7. Holding Company.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

N/A

Item
8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to §240.13d-1(c) or §240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item
9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

N/A

Item
10. Certification.

Explanation of Responses:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2017
(Date)

Armistice Capital, LLC*

By: /s/ Steven Boyd
Steven Boyd
Managing Member

Armistice Capital Master Fund Ltd.

By: /s/ Steven Boyd
Steven Boyd
Director

/s/ Steven Boyd*
Steven Boyd

* The Reporting Persons disclaim beneficial ownership in the Common Stock, except to the extent of his or its pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

AGREEMENT

The undersigned agree that this Schedule 13G Amendment dated February 14, 2017 relating to the Common Stock, par value \$0.0001 per share, of Ignyta, Inc. shall be filed on behalf of the undersigned.

Armistice Capital, LLC*

By: /s/ Steven Boyd
Steven Boyd
Managing Member

Armistice Capital Master Fund Ltd.

By: /s/ Steven Boyd
Steven Boyd
Director

/s/ Steven Boyd*
Steven Boyd