

ATNIP DAVID R  
Form 4  
June 18, 2012

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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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 \*  
ATNIP DAVID R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
06/14/2012

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

3295 COLLEGE STREET

Senior VP/Treasurer

(Street)

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

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

BEAUMONT, TX 77701

(City) (State) (Zip)

### 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	(D)	Price
Common Stock	06/14/2012		M		23,600	A	\$ 14
Common Stock	06/14/2012		M		11,999	A	\$ 6.33
Common Stock	06/14/2012		M		8,000	A	\$ 6.34
Common Stock	06/14/2012		M		3,999	A	\$ 3.2
Common Stock	06/14/2012		S		47,598	D	\$ 16.0666
							157,500
							169,499
							177,499
							181,498
							133,900



## Signatures

/s/ David R.  
Atnip

06/18/2012

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

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.