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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report:
(Date of earliest event reported)

June 2, 2009

CONN'S, INC.

(Exact name of registrant as specified in charter)

Delaware

(State or other Jurisdiction of Incorporation or Organization)

000-50421

(Commission File Number)

06-1672840

(IRS Employer Identification No.)

**3295 College Street
Beaumont, Texas 77701**

(Address of Principal Executive
Offices and zip code)

(409) 832-1696

(Registrant's telephone
number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-
-

Item 5.02 Appointment of Principal Officer.

Timothy L. Frank was elected Chief Executive Officer effective June 2, 2009, by the Board of Directors and President of our Company effective April 1, 2006. Mr. Frank has been a member of the Board of Directors since November 23, 2008. He has previously served as the Company's Chief Operating Officer from June 1, 2007 and its Senior Vice President – Retail from May, 2005. He joined the Company in September 1995 and has served in various roles throughout the Company, including Director of Advertising, Director of Credit, Director of Legal Collections, Director of Direct Marketing, and as Vice President of Special Projects. Prior to joining the Company, Mr. Frank served in various marketing positions with a nationally known marketing consulting company. Mr. Frank holds a B.S. in Liberal Arts from Texas A&M University and an M.B.A. in Marketing from the University of North Texas. Mr. Frank has also completed a post-graduate program at Harvard University. Mr. Frank is the son of Thomas J. Frank, Sr., a member of the Board of Directors and consultant to the Company. Mr. Frank is 41 years old.

William C. Nylin, Jr. was named as the Chairman of the Board effective June 2, 2009. He has been a member of the Board of Directors and served as Executive Vice Chairman of the Board since March 28, 2006. Dr. Nylin served as the Company's Chief Operating Officer from 1995 until June 1, 2007. From 1995 until April 1, 2006, Dr. Nylin also served as the Company's President. He was a director of the predecessor to the Company commencing in 1993, and remained a member until September 2003, when the Company became a publicly held entity. In addition to responsibilities as Executive Vice Chairman, Dr. Nylin had direct responsibility for information technology and risk management. From 1984 to 1995, Dr. Nylin held several executive management positions, including Deputy Chancellor and Executive Vice President of Finance and Operations, at Lamar University in Beaumont, Texas. Dr. Nylin obtained his B.S. degree in mathematics from Lamar University, and holds both a masters and doctorate degree in computer sciences from Purdue University. He has also completed a post-graduate program at Harvard University. Dr. Nylin is 66 years old.

Thomas J. Frank, Sr. retired from the Company effective June 2, 2009. He additionally retired as Chairman of the Board of Directors, but will remain a director of the Company.

Item 9.01 (c) Exhibits.

Exhibit 99.1 Press Release, dated June 3, 2009, Appointment of Director and Principal Officers

All of the information contained in Item 9.01(c) in this Form 8-K shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference in any filing under the Securities Act of 1933, as amended.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONN'S, INC.

Date: June 3, 2009

By: /s/ Michael J. Poppe
Michael J. Poppe
Chief Financial Officer

EXHIBIT INDEX

Exhibit No.

Description

99.1

Press Release, dated June 3, 2009, Announcement of Management Changes and Appointment of Chairman of the Board

**Conn's, Inc. Announces Completion of CEO Transition
and Appointment of Chairman of the Board**

BEAUMONT, Texas--(BUSINESS WIRE)--June 3, 2009--Conn's, Inc. (NASDAQ/NM: CONN), a specialty retailer of home appliances, consumer electronics, computers, mattresses, furniture and lawn and garden products, today reported, as was previously announced, that Timothy L. Frank became the Company's Chief Executive Officer effective June 2, 2009. Additionally, as part of the Company's succession planning, William C. Nylin, Jr., was named as the Chairman of the Board effective June 2, 2009. Thomas J. Frank, Sr., retired effective June 2, 2009, and will remain on the Company's Board of Directors and has entered into a consulting contract with the Company.

"We are very fortunate to have had the opportunity to work with Tommy as he built the management team that is in place today. We are grateful for his contributions to the Company over the past 51 years and look forward to continuing to receive his guidance and counsel as he moves into his new role with the Company," said Timothy L. Frank, the Company's CEO and President.

Timothy L. Frank has been a member of the Board of Directors since November 23, 2008, and was elected Chief Executive Officer effective June 2, 2009, by the Board of Directors and President of our Company effective April 1, 2006. Mr. Frank has previously served as the Company's Chief Operating Officer from June 1, 2007, and its Senior Vice President – Retail from May, 2005. He joined the Company in September 1995 and has served in various roles throughout the Company, including Director of Advertising, Director of Credit, Director of Legal Collections, Director of Direct Marketing, and as Vice President of Special Projects. Prior to joining the Company, Mr. Frank served in various marketing positions with a nationally known marketing consulting company. Mr. Frank holds a B.S. in Liberal Arts from Texas A&M University and an M.B.A. in Marketing from the University of North Texas. Mr. Frank has also completed a post-graduate program at Harvard University.

William C. Nylin, Jr. has been a member of the Board of Directors and served as Executive Vice Chairman of the Board since March 28, 2006. Dr. Nylin served as the Company's Chief Operating Officer from 1995 until June 1, 2007. From 1995 until April 1, 2006, Dr. Nylin also served as the Company's President. He was a director of the predecessor to the Company commencing in 1993, and remained a member until September 2003, when the Company became a publicly held entity. In addition to responsibilities as Executive Vice Chairman, Dr. Nylin had direct responsibility for information technology and risk management. From 1984 to 1995, Dr. Nylin held several executive management positions, including Deputy Chancellor and Executive Vice President of Finance and Operations, at Lamar University in Beaumont, Texas. Dr. Nylin obtained his B.S. degree in mathematics from Lamar University, and holds both a masters and doctorate degree in computer sciences from Purdue University. He has also completed a post-graduate program at Harvard University.

About Conn's, Inc.

The Company is a specialty retailer currently operating 75 retail locations in Texas, Louisiana and Oklahoma: 23 stores in the Houston area, 19 in the Dallas/Fort Worth Metroplex, nine in San Antonio, five in Austin, five in Southeast Texas, one in Corpus Christi, four in South Texas, six in Louisiana and three in Oklahoma. It sells home appliances, including refrigerators, freezers, washers, dryers, dishwashers and ranges, and a variety of consumer electronics, including LCD, LED, plasma and DLP televisions, camcorders, digital cameras, computers and computer accessories, Blu-ray and DVD players, video game equipment, portable audio, MP3 players, GPS devices and home theater products. The Company also sells lawn and garden products, furniture and mattresses, and continues to introduce additional product categories for the home to help respond to its customers' product needs and to increase same store sales. Unlike many of its competitors, the Company provides flexible in-house credit options for its customers. In the last three years, the Company financed, on average, approximately 61% of its retail sales.

This press release contains forward-looking statements that involve risks and uncertainties. Such forward-looking statements generally can be identified by the use of forward-looking terminology such as "may," "will," "expect," "intend," "could," "estimate," "should," "anticipate," or "believe," or the negative thereof or variations thereon or similar terminology. Although the Company believes that the expectations reflected in such forward-looking statements will prove to be correct, the Company can give no assurance that such expectations will prove to be correct. The actual future performance of the Company could differ materially from such statements. Further information on these risk factors is included in the Company's filings with the Securities and Exchange Commission, including the Company's annual report on Form 10-K filed on March 26, 2009. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Except as required by law, the Company is not obligated to publicly release any revisions to these forward-looking statements to reflect the events or circumstances after the date of this press release or to reflect the occurrence of unanticipated events.

CONN-G

CONTACT:

Conn's, Inc., Beaumont

Chief Financial Officer

Michael J. Poppe, 409-832-1696 Ext. 3359