FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MARTIN DOUGLAS H								2. Issuer Name <b>and</b> Ticker or Trading Symbol CONNS INC [ CONN ]									licable)	Ü	( )	Issuer Owner		
ast) (First) (Middle)  1 CENTER STREET						3. Date of Earliest Transaction (Month/Day/Year) 01/26/2009												e		er (specify w)		
(Street) LITTLE ROCK AR 72201  (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person						
		Table	e I - No	n-Deriv	ative	Se	curitie	es Ac	quired	, Dis	posed o	f, o	r Ber	nefic	ially	Owne	ed					
1. Title of Security (Instr. 3) 2. Transac Date						Execution Date,			3. Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4				and Securities Beneficially Owned Followin		es ally Following	Form: Direct (D) or Indirect		Ownership		
									Code	v	Amount	(	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
Common Stock					01/26/2009				J <sup>(1)</sup>		11,617	D		\$(	)	107,705		I		By Stephens Investment Partners 2000 LLC		
Common Stock																10,	306		D			
Common Stock																10,	009		I	By IRA		
Common Stock																154,414			I	By voting trust		
		Та														wned						
title of vative Conversion or Exercise Price of Derivative Security    Conversion Date   Conversion or Exercise Price of Derivative Security   Conversion Date   Conversion Da				ransaction of ode (Instr. Derivative			6. Date Exercisable and Expiration Date (Month/Day/Year)			Amount or Number			Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)				
	ROCK  Security (In Stock  Stock  Stock  Stock  Conversion or Exercise Price of Derivatives	(First) (TER STREET  ROCK AR (State  Security (Instr. 3  Stock  Stock  Stock  Stock  Stock  Stock  Onversion or Exercise Price of Derivative	(First) (INTER STREET  ROCK AR 7  (State) (2  Table Security (Instr. 3)  Stock  Stock  Stock  Stock  Ta  2.  Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) WIER STREET  ROCK AR 72201  (State) (Zip)  Table I - No Security (Instr. 3)  Stock  Stock  Stock  Table II -  Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) WTER STREET  ROCK AR 72201  (State) (Zip)  Table I - Non-Derive (Month/D)  Security (Instr. 3)  2. Transa Date (Month/D)  Stock  Stock  Table II - Derivate (e.g., point of Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)  2. (Stock (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (TER STREET  ROCK AR 72201  (State) (Zip)  Table I - Non-Derivative (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  Stock  Table II - Derivative Security (e.g., puts, of Derivative Security)  2. (Conversion or Exercise Price of Derivative Security)  A. Deemed Execution Date, if any (Month/Day/Year)  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]	(First) (Middle)  (First) (Middle)  (TER STREET   ROCK AR  72201  (State) (Zip)  Table I - Non-Derivative Secunity (Instr. 3)  Stock  Stock  Table II - Derivative Secunity (Instr. 3)  A. Deemed Execution Date (Instr. 3)  Conversion or Exercise Price of Derivative (Instr. 3)  A. Deemed Execution Date (Instr. 3)  Transaction (Instr. 3)  A. Deemed Execution Date (Instr. 3)  Transaction (Instr. 3)  Transaction (Instr. 3)  A. Deemed Execution Date (Instr. 3)  Transaction (Instr. 3)  Transaction (Instr. 3)  A. Transaction (Instr. 3)  Transaction (Instr. 3)	Table I - Non-Derivative Securities  Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, warn of Execution Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warn (Month/Day/Year)	CONNS INC [ CONNS INC ] CONNS INC [ CONNS INC ] CONNS INC ] CONNS INC [ CONNS INC ] CONNS	CONNS INC   CONNS   CONNS	CONNS INC [ CONN ]  (First) (Middle)  (TER STREET  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Discode (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Stock  101/26/2009  Table II - Derivative Securities Acquired, Discode (Instr. 8)  Stock  Table II - Derivative Securities Acquired, Dispoed (e.g., puts, calls, warrants, options, comparing the part of the part of part	(First) (Middle)  TER STREET  Table I - Non-Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)	(First) (Middle)  (First) (Middle)  (First) (Middle)  (First) (Middle)  (First) (Middle)  (State) (Zip)   Table I - Non-Derivative Securities Acquired, Disposed of, or Date (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (Disposed o	(First) (Middle)  TER STREET  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice of Conversion or Exercise Price of Derivative Security  Stock  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Derivative Security  (Gode (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Stock  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Stock  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Stock  Stock  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Stock  Stock  Table II - Derivative Securities Acquired, Disposed of, Or Benefice of Code (Instr. 3)  Stock  Table II - Derivative Securities Acquired (A) or Code (Instr. 3)  Tansaction Date (Instr. 3)  Stock  Table II - Derivative Securities Acquired (A) or Code (Instr. 3)  Tansaction Date (Instr. 3)  Anount Of Code (Instr. 3)  Stock  Table II - Derivative Securities Acquired (A) or Code (Instr. 3)  Anount Of Code	CONNS INC   CONN	CONNS INC [ CONN ]  (First) (Middle)  (First) (Middle)  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Office (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Office (Month/Day/Year)  (Month/Day/Year)  Stock  11,617 D \$0  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Picture)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Picture)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Picture)  (Conversion of Exercise (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Picture)  (Conversion Date of Original Filed (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Month/Day/Year)  (Conversion Date of Original Filed (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Picture)  (Conversion Date of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Office (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	CONNS INC [ CONN ]  (First) (Middle)  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Instr. 3)  Stock  O1/26/2009  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Popular Answer)  S	Conns   Conn	Connection   Con	CONNS INC   CONN   Check all applicable)   X Director   X 1986   Officer (give title Delrow)   Delrow   Delevative   Delrow   Del		

## **Explanation of Responses:**

1. Represents distribution of shares to certain non-managing members of Stephens Investment Partners 2000 LLC, of which reporting person is a co-manager.

## Remarks:

Todd Ferguson, attorney in fact 01/28/2009 for reporting person \*\* Signature of Reporting Person

Date

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

- \* 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).

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

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 Number.