FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIAL	<b>OWNERSHIP</b>

l	OWR APPRO	VAL
l	OMB Number:	3235-0287
l	Estimated average burde	en
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* FRANK THOMAS J SR					2. Issuer Name <b>and</b> Ticker or Trading Symbol CONNS INC [ CONN ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) 3295 COLLEGE STREET					3. Date of Earliest Transaction (Month/Day/Year) 11/25/2008								X Officer (give title below)  Chairm			an / C	Other (s below)		
(Street) BEAUM (City)	AUMONT TX 77701				4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)								i. Individual or Joint/Group Filing (Check Applicable ine)  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. Transac Date (Month/Date)				ction 2A. Deemed Execution Date,		3. 4. Securities Acquired (A) Transaction Code (Instr. 5)		ed (A) or tr. 3, 4 and	or 5. Amou 4 and Securitie Beneficia		s illy ollowing	Form (D) or	orm: Direct ) or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
								Code		Amount	(A) or (D)	Price	1	Transacti (Instr. 3 a	tion(s)				
	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 D if any (Month/Day/	ate, T	4. Transa Code (I 3)		of		6. Date Exercis Expiration Date (Month/Day/Yea			7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security		9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code		v	(A)	(D)	Date Exercisable		piration ate	Title	Amount or Number of Shares						
Employee Stock Options (right to	\$6.33	11/25/2008			A		15,000		(1)	11	/25/2018	Common Stock	15,000		\$0 <sup>(2)</sup>	15,000	0	D	

## **Explanation of Responses:**

- 1. These options vest in one installment on November 25, 2009.
- 2. Not a required reportable field. SEC software requires a dollar amount; use zeros per SEC.

/s/ Thomas J. Frank, Sr. 11/28/2008

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.