

OMB APPROVAL	
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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

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* <u>MARTIN DOUGLAS H</u> _____ (Last) (First) (Middle) <u>111 CENTER STREET</u> _____ (Street) <u>LITTLE ROCK AR 72201</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONN INC [CONN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/30/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/30/2018		M		10,000	A	\$16.93	27,795 ⁽¹⁾⁽³⁾	I	Douglas H. Martin Trust
Common Stock								1,633	D	
Common Stock								47,009 ⁽³⁾	I	Martin Family 2016 Trust
Common Stock								40,000 ⁽¹⁾	I	Martin Family 2018 Trust
Common Stock								3,900	I	By children
Common Stock								43,077 ⁽²⁾	I	By Roth IRA

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 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (Right to Buy)	\$16.93	05/30/2018		M			10,000	06/03/2009	06/03/2018	Common Stock	10,000	\$0	0	D	

Explanation of Responses:

1. Reflects transfer to Martin Family 2018 Trust of 40,000 shares previously reported as owned indirectly by Douglas H. Martin Trust. Reporting person is sole trustee and primary beneficiary of Martin Family 2018 Trust.
2. Reflects transfer to Roth IRA account of 4,250 shares previously reported as indirectly owned by IRA.
3. Reflects transfer to Douglas H. Martin Trust of 2,991 shares previously reported as indirectly owned by Martin Family 2016 Trust.

Remarks:

Todd Ferguson, attorney in
fact for reporting person 06/01/2018

** 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.