

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): May 26, 2005

Conn's, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-50421
(Commission File Number)

06-1672840
(IRS Employer
Identification No.)

3295 College Street
Beaumont, Texas
(Address of principal executive offices)

77701
(Zip Code)

Registrant's telephone number, including area code: (409) 832-1696

Not applicable
(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))

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Item 1.01 Entry into a Material Definitive Agreement.

On May 26, 2005, the Compensation Committee of the Board of Directors (the
"Board") of Conn's, Inc. approved the terms of the compensation to be paid to
each non-employee director of the Board in respect of his or her service on the
Board for the terms ending at the 2006 and 2007 annual meeting of stockholders.
A summary describing the elements of such compensation is filed as Exhibit 10.1
to this report and is hereby incorporated by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

Exhibit Number	Exhibit Title
10.1	Description of Compensation Payable to Non-Employee Directors

SIGNATURE

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 2, 2005

By: /s/ David L. Rogers

David L. Rogers
Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Exhibit Title
10.1	Description of Compensation Payable to Non-Employee Directors

DESCRIPTION OF COMPENSATION PAYABLE
TO NON-EMPLOYEE DIRECTORS

On May 26, 2005, the Board of Directors (the "Board") of Conn's, Inc. (the "Company") approved the payment of the following compensation to each non-employee director of the Board in respect of his or her service on the Board for the year ending at the 2006 annual meeting of stockholders:

- o an annual retainer of \$15,000;
- o \$2,500 for each Board meeting attended;
- o \$1,000 for each audit committee meeting attended by a member of the audit committee (excluding the chair of the audit committee) on the same day as a Board meeting;
- o \$1,500 for each audit committee meeting attended by the chair of the audit committee on the same day as a Board meeting;
- o \$2,500 for each audit committee meeting attended by a member of the audit committee (excluding the chair of the audit committee) on the day before a Board meeting;
- o \$3,500 for each audit committee meeting attended by the chair of the audit committee on the day before a Board meeting;
- o \$500 per meeting for participation in a telephonic meeting of the Board.

During the year ending at the 2006 annual meeting of stockholders, the Company will continue to (i) grant an option to purchase 40,000 shares of the Company's common stock to any new board member, (ii) grant non-employee directors an option to purchase an additional 10,000 shares of the Company's common stock following each annual stockholders meeting on and after the fourth anniversary of each non-employee director's initial election or appointment to the Board, (iii) allow the Company's Board members to participate in the Company's medical plan at the same contributories with all the benefits of full-time active employees, (iv) provide non-employee directors with a merchandise discount in the same amount as the discount the Company's employees receive and (v) reimburse Board members for their expenses in attending Board and committee meetings. Also, the compensation received for serving on the compensation committee of the Board remains unchanged and will be \$750 for each meeting attended on the same day as a Board meeting and \$1,250 for each meeting on a day different than the date of a Board meeting.

During the year ending at the 2007 annual meeting of stockholders, the Company will continue to provide members of the Board, compensation committee and audit committee with the compensation described above with the exception of the annual retainer for service on the Board which will be \$25,000 during the fiscal year ending 2007.