

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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* <u>Anchorage Capital Group, L.L.C.</u>  (Last) (First) (Middle) 610 BROADWAY 6TH FLOOR  (Street) NEW YORK NY 10012  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONNS INC [ CONN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/06/2015	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. 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, \$0.01 par value per share	03/06/2015		P		303,000	A	\$27.8451 <sup>(1)</sup>	4,241,257	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.
Common stock, \$0.01 par value per share	03/09/2015		P		1,900	A	\$27.9445 <sup>(2)</sup>	4,243,157	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.
Common stock, \$0.01 par value per share	03/09/2015		S		39,516	D	\$27.147 <sup>(3)</sup>	4,203,641	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.
Common stock, \$0.01 par value per share	03/09/2015		S		202,984	D	\$26.2985 <sup>(4)</sup>	4,000,657	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.
Common stock, \$0.01 par value per share	03/10/2015		S		177,283	D	\$25.1907 <sup>(5)</sup>	3,823,374	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.
Common stock, \$0.01 par value per share	03/10/2015		S		202,717	D	\$24.3128 <sup>(6)</sup>	3,620,657	I <sup>(7)(8)</sup>	By Anchorage Capital Master Offshore, Ltd.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of 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 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)	
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 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 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)

(Street)  
**NEW YORK NY 10012**

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Anchorage Advisors Management, LLC](#)

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(Last) (First) (Middle)  
**610 BROADWAY  
6TH FLOOR**

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(Street)  
**NEW YORK NY 10012**

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Davis Anthony Lynn](#)

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(Last) (First) (Middle)  
**610 BROADWAY  
6TH FLOOR**

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(Street)  
**NEW YORK NY 10012**

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Ulrich Kevin Michael](#)

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(Last) (First) (Middle)  
**610 BROADWAY  
6TH FLOOR**

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(Street)  
**NEW YORK NY 10012**

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Anchorage Capital Master Offshore, Ltd](#)

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6TH FLOOR**

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(Street)  
**NEW YORK NY 10012**

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(City) (State) (Zip)

**Explanation of Responses:**

1. This price reflects the weighted average price for open-market purchases of shares of Common Stock made by the Reporting Persons on March 6, 2015, within a \$1.00 range. The actual prices for these transactions range from \$27.465 to \$28.00, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock purchased at each separate price.
2. This price reflects the weighted average price for open-market purchases of shares of Common Stock made by the Reporting Persons on March 9, 2015, within a \$1.00 range. The actual prices for these transactions range from \$27.90 to \$28.02, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock purchased at each separate price.
3. This price reflects the weighted average price for open-market sales of shares of Common Stock made by the Reporting Persons on March 9, 2015, within a \$1.00 range. The actual prices for these transactions range from \$27.00 to \$27.30, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock sold at each separate price.
4. This price reflects the weighted average price for open-market sales of shares of Common Stock made by the Reporting Persons on March 9, 2015, within a \$1.00 range. The actual prices for these transactions range from \$27.00 to \$27.30, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock sold at each separate price.
5. This price reflects the weighted average price for open-market sales of shares of Common Stock made by the Reporting Persons on March 10, 2015, within a \$1.00 range. The actual prices for these transactions range from \$24.93 to \$25.74, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock sold at each separate price.
6. This price reflects the weighted average price for open-market sales of shares of Common Stock made by the Reporting Persons on March 10, 2015, within a \$1.00 range. The actual prices for these transactions range from \$23.91 to \$24.90, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares of Common Stock sold at each separate price.
7. Anchorage Advisors Management, L.L.C. is the sole managing member of Anchorage Capital Group, L.L.C., the investment advisor to Anchorage Capital Master Offshore, Ltd. Mr. Davis is the President of Anchorage Capital Group, L.L.C. and a managing member of Anchorage Advisors Management, L.L.C. Mr. Ulrich is the Chief Executive Officer of Anchorage Capital Group, L.L.C. and the other managing member of Anchorage Advisors Management, L.L.C.
8. Each reporting person disclaims beneficial ownership of the reported securities except to the extent, if any, of its or his pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

**Remarks:**

<a href="#"><u>Anchorage Capital Group, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory.</u></a>	<a href="#"><u>03/10/2015</u></a>
<a href="#"><u>Anchorage Advisors Management, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory.</u></a>	<a href="#"><u>03/10/2015</u></a>
<a href="#"><u>/s/ Anthony L. Davis</u></a>	<a href="#"><u>03/10/2015</u></a>
<a href="#"><u>/s/ Kevin M. Ulrich</u></a>	<a href="#"><u>03/10/2015</u></a>
<a href="#"><u>Anchorage Capital Master Offshore, Ltd., By: /s/ Natalie Birrell, Director</u></a>	<a href="#"><u>03/10/2015</u></a>
** 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.**