FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: Estimated average burden 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).

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>Anchorage Capital Group, L.L.C</u>	2. Issuer Name and Ticker or Trading Symbol CONNS INC [CONN]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last) (First) (Midd 610 BROADWAY 6TH FLOOR	3. Date of Earliest Ti 03/06/2015	ransacti	on (M	onth/Day/Year	Officer (give title Other (specify below) below)							
(Street) NEW YORK NY 1002 (City) (State) (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				
Table I	- Non-Derivat	ive Securities A	Acqui	red,	Disposed	of, or	Benefic	cially	Owned			
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			5)	5. Amount of Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 3 and 4)		(
Common stock, \$0.01 par value per share	03/06/2015		P		303,000	A	\$27.8451 ⁽		4,241,257	I (7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Common stock, \$0.01 par value per share	03/09/2015		P		1,900	A	\$27.94	45 ⁽²⁾	4,243,157	I (7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Common stock, \$0.01 par value per share	03/09/2015		S		39,516	D	\$27.14	17 ⁽³⁾	4,203,641	I(7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Common stock, \$0.01 par value per share	03/09/2015		S		202,984	D	\$26.29	85(4)	4,000,657	I(7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Common stock, \$0.01 par value per share	03/10/2015		S		177,283	D	\$25.19	07 ⁽⁵⁾	3,823,374	I(7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Common stock, \$0.01 par value per share	03/10/2015		S		202,717	D	\$24.31	28 ⁽⁶⁾	3,620,657	I(7)(8)	By Anchorage Capital Master Offshore, Ltd.	
Table	II - Derivativ	e Securities Ac	auire	4 Di	enosed of	or B	neficia	lly C	wned			

(e.g., puts, calls, warrants, options, convertible securities)

Security or E (Instr. 3) Price Der	nversion Exercise ce of rivative curity	3. Transaction Ta Date (Month/Day/Year)	GREPRETIVAL Execution Date, if any (e.g., p -(Month/Day/Year)	tive S Transi Utsije(Secur action (alls,	Curities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ife 尺 数性更多的 Expiration Da QDXH的的S yrt	7. Expericiall Amount of Lessagustities) Underlying Derivative Security (Instr. 3 and 4)		Oving eff 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)	
Security or E	nversion Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transi Code	action (In\str.	5. Nu of (A)riv	a(Po)e	6. Date Exerci Paparation Da (Moraisable/)	t€xpiration	Amour Stéleuri	i&shares	8. Price of Derivative Security	9. Number of derivative Securities	10. Ownership Form:	11. Nature of Indirect Beneficial
1. Name and Anchorage	rivative curity of e <u>Capit</u>	Reporting Person* al Group, L.I	رMonth/Day/Year) د.C.	8)		Seculities Acquired (A) or Disposed of (D) (Instr. 3, 4				Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5)	Deneficially Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
(Last) 610 BROAD 6TH FLOOR	OWAY	(First)	(Middle)	Code	V	and 5	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(Street) NEW YORK	(NY	10012												
(City)	1	(State)	(Zip)		_										
		Reporting Person* SORS Manager	nent, LLC												
(Last) 610 BROAD		(First)	(Middle)												
6TH FLOOR	₹				_										
(Street) NEW YORK	ζ :	NY	10012												
(City)		(State)	(Zip)												
1. Name and Ad Davis Ant		Reporting Person* ynn													
(Last) 610 BROAD 6TH FLOOR	OWAY	(First)	(Middle)												
(Street) NEW YORK	ζ :	NY	10012		-										

(City)

(Last)

(Street)

(City)

(Last)

(Street)
NEW YORK

(City)

610 BROADWAY 6TH FLOOR

NEW YORK

610 BROADWAY 6TH FLOOR (State)

(First)

NY

(State)

Anchorage Capital Master Offshore, Ltd

(First)

 $\mathbf{N}\mathbf{Y}$

(State)

1. Name and Address of Reporting Person^\star

1. Name and Address of Reporting Person*

<u>Ulrich Kevin Michael</u>

(Zip)

(Middle)

10012

(Zip)

(Middle)

10012

(Zip)

Explanation of Responses:

- 1. This price reflects the weighted average price for open-market purchases of Sommon 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 Soares 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 \$26.00 to \$26.83, 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:

Anchorage Capital Group, L.L.C., By: /s/ Kevin M. 03/10/2015 Ulrich, Authorized Signatory **Anchorage Advisors** Management, L.L.C., By: /s/ 03/10/2015 Kevin M. Ulrich, Authorized **Signatory** /s/ Anthony L. Davis 03/10/2015 /s/ Kevin M. Ulrich 03/10/2015 **Anchorage Capital Master** Offshore, Ltd., By: /s/ Natalie 03/10/2015 Birrell, Director ** Signature of Reporting Person

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.