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| <b>OMB APPROVAL</b>                          |           |
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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*<br><u>STEPHENS WARREN A</u><br><br>(Last) (First) (Middle)<br>111 CENTER STREET<br><br>(Street)<br>LITTLE ROCK AR 72201<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>CONN INC [ CONN ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|                                                                                                                                                                                              | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/01/2020          |                                                                                                                                                                                                  |
| 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                    | 10/01/2020                           |                                                    | G                              | V | 56,633                                                            | D          | \$0   | 0                                                                                             | I                                                        | By Warren M A Stephens 1995 Trust                     |
| Common Stock                    | 10/01/2020                           |                                                    | G                              | V | 6,352                                                             | D          | \$0   | 0                                                                                             | I                                                        | By Warren Miles Amerine Stephens Trust                |
| Common Stock                    | 10/01/2020                           |                                                    | G                              | V | 56,633                                                            | D          | \$0   | 0                                                                                             | I                                                        | By John Calhoun Stephens 1995 Trust                   |
| Common Stock                    | 10/01/2020                           |                                                    | G                              | V | 6,352                                                             | D          | \$0   | 0                                                                                             | I                                                        | By John Calhoun Stephens Trust                        |
| Common Stock                    | 10/01/2020                           |                                                    | G                              | V | 56,633                                                            | D          | \$0   | 0                                                                                             | I                                                        | By Laura Whitaker Stephens 1995 Trust                 |
| Common Stock                    | 10/01/2020                           |                                                    | G                              | V | 6,352                                                             | D          | \$0   | 0                                                                                             | I                                                        | By Laura Whitaker Stephens Trust                      |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 640,516                                                                                       | I                                                        | By Stephens Investments Holdings LLC                  |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 143,333                                                                                       | I                                                        | By Warren Miles Amerine Stephens Family Trust One     |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 143,333                                                                                       | I                                                        | By John Calhoun Stephens Family Trust One             |

**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                    |                                      |                                                    |                                |   |                                                                   |            |       | 143,334                                                                                       | I                                                        | By Laura Whitaker Stephens Family Trust One           |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 1,092,128 <sup>(1)</sup>                                                                      | I                                                        | By WAS Family Trust Five                              |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 431,546 <sup>(1)(2)</sup>                                                                     | I                                                        | By Warren A. Stephens Trust                           |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 310,346                                                                                       | I                                                        | By Laura Whitaker Stephens WHCT Trust                 |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 128,450                                                                                       | I                                                        | By Laura W. Stephens WAS Grantor Trust                |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 342,081                                                                                       | I                                                        | By Harriet C. Stephens Trust                          |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 22,619                                                                                        | I                                                        | By Warren Miles Amerine Stephens 2012 Trust           |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 285,000                                                                                       | I                                                        | By Warren A. Stephens Roth IRA                        |
| Common Stock                    |                                      |                                                    |                                |   |                                                                   |            |       | 82,430                                                                                        | I                                                        | By Stephens Inc.                                      |

**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) |                                                                                   |                                            |                                                                                                    |                                                           |                                                        |

**Explanation of Responses:**

1. Reflects gift of 407,872 shares from WAS Family Trust Five to Warren A. Stephens Trust.
2. Reflects gift of 23,674 shares from WAS Family Trust Three to Warren A. Stephens Trust.

Todd Ferguson, attorney in fact for reporting person      03/16/2021

\*\* 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.