

**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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Luxor Capital Group, LP</u>  (Last) (First) (Middle) 1114 AVENUE OF THE AMERICAS 29TH FLOOR  (Street) NEW YORK NY 10036  (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) 09/24/2014	
	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, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		300	A	\$27.716	1,836,567	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		23,910	A	\$27.8825	1,860,477	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		20,501	A	\$26.9407	1,880,978	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		39,473	A	\$27.1229	1,920,451	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		802	A	\$26.9969	1,921,253	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		703	A	\$27.0529	1,921,956	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		269,518	A	\$27.6058	2,191,474	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		204	A	\$27.5378	2,191,678	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		50	A	\$27.57	2,191,728	I <sup>(3)</sup>	By Luxor Capital Partners, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		14	A	\$27.716	151,896	I <sup>(4)</sup>	By Separately Managed Account

**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, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		1,165	A	\$27.8825	153,061	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		999	A	\$26.9407	154,060	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		1,924	A	\$27.1229	155,984	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		39	A	\$26.9969	156,023	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		34	A	\$27.0529	156,057	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		13,138	A	\$27.6058	169,195	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		12	A	\$27.5378	169,207	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		3	A	\$27.57	169,210	I <sup>(4)</sup>	By Separately Managed Account
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		232	A	\$27.716	2,031,551	I <sup>(5)</sup>	By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		18,476	A	\$27.8825	2,050,027	I <sup>(5)</sup>	By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		15,842	A	\$26.9407	2,065,869	I <sup>(5)</sup>	By Luxor Capital Partners Offshore Master Fund, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		15	A	\$27.716	134,314	I <sup>(6)</sup>	By Luxor Spectrum Offshore Master Fund, LP
Common Stock, \$.01 par value <sup>(1)(2)</sup>	09/24/2014		P		39	A	\$27.716	406,788	I <sup>(7)</sup>	By Luxor Wavefront, LP

**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 Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Underlying 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 or Number of Shares				

1. Name and Address of Reporting Person*				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
--	--	--	--	--------	---------	------------------	-----------------	-------	----------------------------	--	--	--

(Last) (First) (Middle)  
**1114 AVENUE OF THE AMERICAS**  
**29TH FLOOR**

(Street)  
**NEW YORK NY 10036**

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**LUXOR CAPITAL PARTNERS OFFSHORE LTD**

(Last) (First) (Middle)  
**C/O M&C CORPORATE SVCS LTD**  
**PO BOX 309 GT UGLAND HOUSE**

(Street)  
**GEORGE TOWN E9 00000**

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**Luxor Capital Partners, LP**

(Last) (First) (Middle)  
**1114 AVENUE OF THE AMERICAS**  
**29TH FLOOR**

(Street)  
**NEW YORK NY 10036**

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**Luxor Wavefront, LP**

(Last) (First) (Middle)  
**1114 AVENUE OF THE AMERICAS**  
**29TH FLOOR**

(Street)  
**NEW YORK NY 10036**

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**LUXOR SPECTRUM OFFSHORE LTD**

(Last) (First) (Middle)  
**C/O MAPLES CORPORATE SERVICES LTD**  
**P.O. BOX 309 GT**

(Street)  
**GEORGE TOWN E9 KY1-1104**

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">LCG HOLDINGS LLC</a>		
(Last)	(First)	(Middle)
<a href="#">1114 AVENUE OF THE AMERICAS</a>		
<a href="#">29TH FLOOR</a>		
(Street)		
<a href="#">NEW YORK</a>	<a href="#">NY</a>	<a href="#">10036</a>
(City)	(State)	(Zip)

**Explanation of Responses:**

- This Form 4 is filed jointly by Luxor Capital Group, LP ("Luxor Capital Group"), Luxor Capital Partners, LP ("Onshore Fund"), Luxor Capital Partners Offshore, Ltd. ("Offshore Feeder Fund"), Luxor Spectrum Offshore, Ltd. ("Spectrum Feeder Fund"), Luxor Wavefront, LP ("Wavefront Fund"), LCG Holdings, LLC ("LCG Holdings"), Luxor Management, LLC ("Luxor Management") and Christian Leone (collectively, the "Reporting Persons").
- Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that may be deemed to collectively beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein.
- Shares owned directly by Onshore Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Onshore Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Onshore Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the shares of Common Stock owned directly by Onshore Fund.
- Shares held in an account separately managed by Luxor Capital Group (the "Separately Managed Account"). Luxor Capital Group, as the investment manager of the Separately Managed Account, may be deemed to beneficially own the shares of Common Stock held in the Separately Managed Account. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of Luxor Management, may be deemed to beneficially own the shares of Common Stock held in the Separately Managed Account.
- Shares owned directly by Luxor Capital Partners Offshore Master Fund, LP ("Offshore Master Fund"). Offshore Feeder Fund, as the owner of a controlling interest in Offshore Master Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Offshore Master Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Offshore Master Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Offshore Master Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the shares of Common Stock owned directly by Offshore Master Fund.
- Shares owned directly by Luxor Spectrum Offshore Master Fund, LP ("Spectrum Master Fund"). Spectrum Feeder Fund, as the owner of a controlling interest in Spectrum Master Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Spectrum Master Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Spectrum Master Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Spectrum Master Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the shares of Common Stock owned directly by Spectrum Master Fund.
- Shares owned directly by Wavefront Fund. Each of LCG Holdings and Luxor Capital Group, as the general partner and investment manager, respectively, of Wavefront Fund, may be deemed to beneficially own the shares of Common Stock owned directly by Wavefront Fund. Luxor Management, as the general partner of Luxor Capital Group, and Christian Leone, as the managing member of each of LCG Holdings and Luxor Management, may be deemed to beneficially own the shares of Common Stock owned directly by Wavefront Fund.

**Remarks:**

[/s/ Norris Nissim, as General  
Counsel of Luxor  
Management, LLC, General  
Partner of Luxor Capital  
Group, LP](#)      [09/26/2014](#)

\*\* 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.**