

CONNS INC  
Form 3  
September 25, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |                                      |  |  |
|---|---------|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Anchorage Capital Group, L.L.C.         |         |          | (Month/Day/Year)                     | CONNS INC [CONN]                                   |  |
| (Last)                                    | (First) | (Middle) |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| 610 BROADWAY,Â 6TH FLOOR                  |         |          |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |          |                                      | <input type="checkbox"/> Director                  | <input checked="" type="checkbox"/> 10% Owner                                    |
|   |         |          |                                      | <input type="checkbox"/> Officer                   | <input type="checkbox"/> Other   |
| NEW YORK,Â NYÂ 10012                      |         |          |                                      | (give title below)                                 | (specify below)  |
| (City)                                    | (State) | (Zip)    |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
|   |         |          |                                      |  | <input type="checkbox"/> Form filed by One Reporting Person                      |
|   |         |          |                                      |  | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)       | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|--|--|---|--|
| Common Stock, \$0.01 par value per share | 3,620,657  | I <u>(1)</u> <u>(2)</u>   | By Anchorage Capital Master Offshore, Ltd.               |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|                            | Date Exercisable | Expiration Date | (Instr. 4)<br>Title                      | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |  |
|----------------------------|------------------|-----------------|--|----------------------------|------------------------------|--|--|
| Call Option (right to buy) | 09/15/2015       | 04/15/2016      | Common Stock, \$0.01 par value per share | 1,250,000                  | \$ 18                        | I <sup>(1)</sup> <sup>(2)</sup>                            | By Anchorage Capital Master Offshore, Ltd. |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Anchorage Capital Group, L.L.C.<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012        | Â             | Â X       | Â       | Â     |
| Anchorage Advisors Management, LLC<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012     | Â X           | Â X       | Â       | Â     |
| Davis Anthony Lynn<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012                     | Â X           | Â X       | Â       | Â     |
| Ulrich Kevin Michael<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012                   | Â X           | Â X       | Â       | Â     |
| Anchorage Capital Master Offshore, Ltd<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012 | Â X           | Â X       | Â       | Â     |

## Signatures

|  |            |
|--|------------|
| Anchorage Capital Group, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory       | 09/25/2015 |
| **Signature of Reporting Person  | Date       |
| Anchorage Advisors Management, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory | 09/25/2015 |
| **Signature of Reporting Person  | Date       |
| /s/ Anthony L. Davis   | 09/25/2015 |
| **Signature of Reporting Person  | Date       |

/s/ Kevin M. Ulrich

09/25/2015

\_\_Signature of Reporting Person

Date

Anchorage Capital Master Offshore, Ltd., By: /s/ Natalie Birrell, Director

09/25/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) 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.

(2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.