

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-01-10** | Period of Report: **2012-12-31**  
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REPORTING OWNER

**Stephens Caroline A.**

CIK: **1566267**

Type: **3** | Act: **34** | File No.: **001-34956** | Film No.: **13522451**

Mailing Address

PO BOX 541

WYTHEVILLE VA 24382

ISSUER

**CONNS INC**

CIK: **1223389** | IRS No.: **061672840** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **5731** Radio, tv & consumer electronics stores

Mailing Address

3295 COLLEGE ST

BEAUMONT TX 77701

Business Address

3295 COLLEGE STREET

BEAUMONT TX 77701

4098321696

**FORM 3**

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

OMB APPROVAL	
OMB Number:	3235-0104
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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

1. Name and Address of Reporting Person <u>Stephens Caroline A.</u> (Last) (First) (Middle) <u>111 CENTER STREET</u> (Street) <u>LITTLE ROCK, AR 72201</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/31/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>CONNS INC [CONN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) _____ Director <input checked="" type="checkbox"/> 10% Owner _____ Officer (give title below) _____ Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person _____ Form Filed by More than One Reporting Person	

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

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	472,594 <sup>(1)</sup>	I	By voting trust

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Explanation of Responses:**

- 1. Represents shares received from Grandchild's Trust #2.

**Signatures**

Todd Ferguson, attorney in fact for reporting person

\*\* Signature of Reporting Person

01/10/2013

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.**

POWER OF ATTORNEY

for Executing Forms 3, 4 and 5 and  
Schedules 13G and 13D

KNOW ALL MEN BY THESE PRESENTS, that the undersigned  
hereby constitutes and appoints David A. Knight,  
William B. Keisler and Todd C. Ferguson the undersigned's  
true and lawful attorneys-in-fact to:

(1) execute, for and on behalf of the undersigned, any  
one or more Forms 3, 4, and 5 in accordance with  
Section 16(a) of the Securities and Exchange Act of 1934,  
as amended (the "34 Act"), and the rules thereunder; and  
Schedules 13G and 13D, and amendments thereto, in accordance  
with Section 13 of The 34 Act and the rules thereunder;

(2) do and perform any and all acts, for and on behalf  
of the undersigned, that may be necessary or desirable  
to complete the execution of any such Form 3, 4 or 5 or  
Schedules 13G and 13D, and any amendments thereto, and  
the timely filing of such forms and schedules with the  
United States Securities and Exchange Commission and any  
other authority; and

(3) provide instructions to the Voting Trustee of the Conns Voting Trust on the undersigned's behalf with respect to any shares of Conn's Inc. common stock which the undersigned has deposited, or may in the future deposit, in the Conns Voting Trust, and execute on the undersigned's behalf any certificates, stock powers, or other documents with respect to or in connection with the Conns Voting Trust; and

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of any such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to the foregoing attorneys-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and

purposes as such attorneys-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneys-in-fact, or their substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Securities and Exchange Act of 1934, as amended, or other applicable Securities laws or rules.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day of December, 2012.

/s/ Caroline Stephens

Caroline Stephens