

CONNS INC  
Form 8-K  
December 03, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 3, 2012

**Conn s, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**000-50421**  
(Commission

File Number)

**06-1672840**  
(IRS Employer

Identification No.)

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**4055 Technology Forest Blvd., Suite 210**

**The Woodlands, Texas**  
(Address of principal executive offices)

**77381**  
(Zip Code)

**Registrant's telephone number, including area code: (936) 230-5899**

**Not applicable**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations.**

On December 3, 2012, Conn s, Inc. (the Company ) issued a press release announcing its earnings for the fiscal quarter ended October 31, 2012. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

**Item 8.01 Other Events.**

On December 3, 2012, the Company issued a press release announcing the commencement of a public offering of 3,590,000 shares of common stock by certain selling stockholders and 1,410,000 shares of common stock by the Company. In addition, the Company intends to grant the underwriters a 30-day option to purchase up to approximately 750,000 shares of common stock from the Company to cover over-allotments, if any. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

**Number**

**Description**

99.1 Press release, dated December 3, 2012, announcing earnings for the fiscal quarter ended October 31, 2012.

99.2 Press release, dated December 3, 2012, announcing commencement of public offering.

None of the information contained in Item 2.02 or Exhibit 99.1 of this Form 8-K shall be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and none of it shall be incorporated by reference in any filing under the Securities Act of 1933, as amended.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONN S, INC.

Date: December 3, 2012

By: /s/ Brian E. Taylor  
Brian E. Taylor  
Vice President and Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
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