





**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(d) On May 26, 2011, Conn's, Inc. (the "Company") filed a Quarterly Report on Form 10-Q to report, among other things, the voting results at its 2011 annual meeting of stockholders, which was held on May 24, 2011 (the "Annual Meeting"), on an advisory vote on the frequency of advisory votes on the compensation of the Company's named executive officers. This Current Report on Form 8-K is being filed to provide the Company's decision in light of such vote as to how frequently the Company will include a stockholder vote on the compensation of the Company's named executive officers in its proxy materials until the next required vote on the frequency of stockholder votes on the compensation of the Company's named executive officers.

Consistent with the majority of votes cast at the Annual Meeting with respect to such proposal and the recommendation of the Company's Board of Directors to the Company's stockholders, the Company has determined that it will hold a stockholder advisory vote on the compensation of the Company's named executive officers once every year until the next required vote on the frequency of stockholder votes on the compensation of the Company's named executive officers.

**SIGNATURES**

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: May 23, 2012 By: /s/ Brian E. Taylor  
Name: Brian E. Taylor  
Title: Vice President and Chief Financial Officer