CONNS INC Form 8-K May 31, 2006

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)

May 31, 2006

CONN'S, INC. (Exact name of registrant as specified in charter)

Delaware (State or other Jurisdiction of Incorporation or Organization)

000-50421 (Commission File Number) 06-1672840 (IRS Employer Identification No.)

3295 College Street Beaumont, Texas 77701 (Address of Principal Executive Offices and zip code)

(409) 832-1696
(Registrant's telephone
number, including area code)

 $$\rm N/A$$ (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 Securities Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) 12 under the

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Securities Act (17 CFR 240.14d-2(b))

[] Pre-commencement communications pursuant to Rule 13e-4(c) 12 under the Securities Act (17 CFR 240.13e-2(c))

Item 2.02 Results of Operations and Financial Condition.

On May 31, 2006, the Company issued a press release announcing its adoption of Statement of Financial Accounting Standards No. 123R, Stock Based Compensation and the resulting retrospective adjustment of its historical statements of operations for the fiscal years ended January 31, 2005 and 2006, and the four quarters of fiscal year 2006. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01(c) Exhibits.

Exhibit 99.1 Press Release, dated May 31, 2006

All of the information contained in Item 2.02 and Item 9.01(c) in this Form 8-K and the accompanying exhibit shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference in any filing under the Securities Act of 1933, as amended.

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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 31, 2006

By: /s/ David L. Rogers ------David L. Rogers Chief Financial Officer 3

EXHIBIT INDEX -----

Exhibit No. Description

99.1

Press Release, dated May 31, 2006

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