

RENT A CENTER INC DE
Form 8-K
May 14, 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) May 10, 2012

RENT-A-CENTER, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

0-25370
(Commission
File Number)

45-0491516
(IRS Employer
Identification No.)

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5501 Headquarters Drive

Plano, Texas 75024

(Address of principal executive offices and zip code)

(972) 801-1100

(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

- .. 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 5.07 Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Stockholders of Rent-A-Center, Inc. was held on May 10, 2012. At the meeting, the registrant's stockholders voted on three matters: (1) the election of two Class III Directors, (2) the ratification of the Audit Committee's appointment of Grant Thornton, LLP, registered independent accountants, as the registrant's independent auditors for the fiscal year ended December 31, 2012, and (3) the approval, on a non-binding basis, of an advisory resolution on executive compensation. All proposals were adopted. The final voting results for each proposal are set forth below.

Proposal One: Having received more than a majority of votes cast at the meeting, each of the individuals named below was elected to a three-year term as a Class III Director:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------------|------------|---------------|-------------|------------------|
| Michael J. Gade | 53,877,498 | 365,796 | 8,232 | 1,538,825 |
| J.V. Lentell | 51,597,430 | 2,645,854 | 8,242 | 1,538,825 |

The following directors' terms of office as a director continued after the Annual Meeting of Stockholders:

Mark E. Speese

Mitchell E. Fadel

Jeffery M. Jackson

Kerney Laday

Leonard H. Roberts

Paula Stern, Ph.D.

Proposal Two: The appointment of Grant Thornton, LLP, registered independent accountants, as our independent auditors for the fiscal year ended December 31, 2012, was ratified with voting on the proposal as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 55,174,670 | 609,371 | 6,310 | |

Proposal Three: The approval, on a non-binding basis, of the advisory resolution on executive compensation:

| Votes | | | |
|------------|---------------------|-------------|------------------|
| Votes For | Against/Abstentions | Abstentions | Broker Non-Votes |
| 52,095,136 | 2,120,243 | 36,147 | 1,538,825 |

Item 8.01 Other Events.

On May 10, 2012, Rent-A-Center, Inc. issued a press release announcing that its board of directors declared a cash dividend in the amount of \$0.16 per share payable on July 25, 2012, to common stockholders of record as of the close of business on July 2, 2012.

The press release containing these announcements is furnished as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

99.1 Press Release issued on May 10, 2012 by Rent-A-Center, Inc.

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.

RENT-A-CENTER, INC.

Date: May 14, 2012

By: /s/ Dawn M. Wolverton
Dawn M. Wolverton
Vice President Assistant General Counsel

and Secretary

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press Release issued on May 10, 2012 by Rent-A-Center, Inc. |