

RENT A CENTER INC DE  
Form 8-K  
May 13, 2011

**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 12, 2011**

**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.)

**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 12, 2011. At the meeting, the registrant's stockholders voted on four matters: (1) election of three Class II Directors, (2) 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, 2011, (3) the approval, on a non-binding basis, of an advisory resolution on executive compensation, and (4) the frequency of future advisory votes on executive compensation. The final voting results for each proposal are set forth below.

Proposal One: The individuals named below were elected to a three-year term as Class II Directors:

Nominee	Votes For	Votes		Broker Non-Votes
		Against	Abstentions	
Mark E. Speese	53,976,493	1,239,627	368,677	2,099,945
Jeffery M. Jackson	54,778,932	436,796	369,069	2,099,945
Leonard H. Roberts	54,738,261	477,467	369,069	2,099,945

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

Mitchell E. Fadel  
 Michael J. Gade  
 Kerney Laday  
 J.V. Lentell  
 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, 2011, was ratified with voting on the proposal as follows:

Votes For	Votes Against	Abstentions
57,261,375	415,194	8,173

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

Votes For	Votes Against	Abstentions	Broker Non-Votes
53,089,909	1,565,962	928,926	2,099,945

Proposal Four: The frequency of future advisory votes on executive compensation:

1 Year	2 Years	3 Years	Abstain	Broker Non-Votes
49,577,215	133,209	4,945,806	928,567	2,099,945

The registrant intends to conduct future advisory votes on executive compensation every year.

**Item 8.01 Other Events.**

On May 12, 2011, Rent-A-Center, Inc. (the Company ) issued a press release announcing that its board of directors increased its quarterly cash dividend from \$0.06 per share to \$0.16 per share, beginning with the dividend for the third quarter of 2011. The Company declared a cash dividend in the amount of \$0.16 per share payable on July 20, 2011, to common stockholders of record as of the close of business on July 1, 2011.

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 12, 2011 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 12, 2011

By: /s/ Ronald D. DeMoss  
Ronald D. DeMoss  
Executive Vice President    General  
Counsel  
and Secretary

---

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued on May 12, 2011 by Rent-A-Center, Inc.