



Edgar Filing: ROLLINS INC - Form 8-K

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On April 25, 2016, Rollins, Inc. (the “Company”) held its 2017 Annual Meeting of Stockholders (the “Annual Meeting”). At the meeting, the following matters were submitted to a vote of the stockholders:

1. Election of Directors.

| Election of Class I Directors | For         | Withheld   | Broker Non-Votes |
|-------------------------------|-------------|------------|------------------|
| R. Randall Rollins            | 196,261,621 | 4,705,704  | 6,453,477        |
| Henry B. Tippie               | 163,493,810 | 37,473,515 | 6,453,477        |
| James B. Wilson               | 179,852,376 | 21,114,949 | 6,453,477        |

Each director nominee was duly elected to serve until the Annual Meeting of Stockholders in 2020 or until the director’s successor has been duly elected and qualified, or until the earlier of the director’s death, resignation or retirement.

2. To ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2017.

|                |             |
|----------------|-------------|
| <b>For</b>     | 207,142,491 |
| <b>Against</b> | 207,682     |
| <b>Abstain</b> | 70,629      |

Shareholders ratified the appointment of Grant Thornton LLP as the Company’s independent registered public accounting firm for fiscal year ending December 31, 2017.

3. Hold a non-binding advisory vote to approve executive compensation

|                 |             |
|-----------------|-------------|
| For             | 198,426,597 |
| Against         | 2,353,443   |
| Abstain         | 187,285     |
| Broker Non-vote | 6,453,477   |

4. The Frequency of the vote to approve executive compensation.

|                |             |
|----------------|-------------|
| <b>1 Year</b>  | 53,374,579  |
| <b>2 Years</b> | 1,421,751   |
| <b>3 Years</b> | 145,732,463 |
| <b>Abstain</b> | 438,532     |



SIGNATURES

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

ROLLINS, INC.

Date: April 25, 2016 By: /s/ Paul Edward Northen

Name: Paul Edward Northen  
Vice President, Chief  
Title: Financial Officer and  
Treasurer  
(Principal Financial and  
Accounting Officer)