COPSES PETER P

Form 4 January 05, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

Symbol

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Instr. 3)

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person *

COPSES PETER P

(First) (Middle)

10250 CONSTELLATION BLVD., SUITE 2900

(Street)

(State)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

(Month/Day/Year)

01/03/2005

2. Issuer Name and Ticker or Trading

RENT A CENTER INC DE [RCII]

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

5. Amount of

Securities

Owned

Beneficially

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X_ Director

Officer (give title

LOS ANGELES, CA 90067

1. Title of 2. Transaction Date 2A. Deemed Security

(Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

or

Following Reported Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

Ownership (Instr. 4)

Indirect

7. Nature of

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion

or Exercise

Security

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to purchase)	\$ 26.54	01/03/2005		A		5,000		01/03/2005	01/03/2015	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
10porting 0 11102 1 111110 / 1211112 000	Director	10% Owner	Officer	Other		
COPSES PETER P 10250 CONSTELLATION BLVD. SUITE 2900 LOS ANGELES, CA 90067	X					
Cianoturos						

Signatures

/s/ Peter P.
Copses

**Signature of Reporting Person

O1/05/2005

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On January 3, 2005, the reporting person was granted 5,000 options to purchase the Company's common stock, par value \$0.01 per share (1) (the "Common Stock"), on a one-for-one basis, pursuant to the Company's Long-Term Incentive Plan. The options expire 10 years from the date of grant and are immediately available for exercise.
- Represents the total number of options granted to the reporting person pursuant to this grant. The reporting person has an additional 67,500 options to purchase the Company's Common Stock (as adjusted to reflect a 5-for-2 stock split effected by the Company on August 29, 2003) pursuant to options previously granted to the reporting person on January 4, 1999, January 3, 2000, January 2, 2001, January 2, 2002, January 2, 2003, and January 2, 2004. All of these options are currently exercisable.

Remarks:

Mr. Copses is associated with Apollo Advisors IV, L.P. ("Advisors"), which is the general partner of Apollo Investment Fund IV, L.P. ("AIF IV") and Apollo Overseas Parners IV, L.P. ("Overseas IV"). AIF IV and Overseas IV are the beneficial owners of certain shares of common stock of the Company. Mr. Copses disclaims beneficial ownership of all securities of the Company that may be deemed beneficially owned by AIF IV, Overseas IV, Advisors, and Apollo Capital Management IV, Incapartner of Advisors). This report shall not be deemed an admission that Mr. Copses is the beneficial owner of, or has any pecu-

Reporting Owners 2

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interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other pur Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.