

AARON'S INC
Form 4
March 26, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CATES JAMES L

(Last) (First) (Middle)

309 E. PACES FERRY ROAD, NE

(Street)

ATLANTA, GA 30305-

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AARON'S INC [AAN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/25/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Senior Group VP

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/25/2015		M	1,700	A \$ 19.92	9,407	D
Common Stock	03/25/2015		S	1,700	D \$ 29.0358	7,707 ⁽²⁾	D
Common Stock	03/26/2015		M	5,800	A \$ 19.92	13,507	D
Common Stock	03/26/2015		S	5,800	D \$ 28	7,707 ⁽²⁾	D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to Buy)	\$ 19.92	03/25/2015		M	1,700	02/23/2013 ⁽³⁾ 02/23/2020	Common Stock 1,700
Stock Options (Right to Buy)	\$ 19.92	03/26/2015		M	5,800	02/23/2013 ⁽³⁾ 02/23/2020	Common Stock 5,800

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CATES JAMES L 309 E. PACES FERRY ROAD, NE ATLANTA, GA 30305-	Senior Group VP

Signatures

/s/ Robert Sinclair, by Power of Attorney for James L. Cates 03/26/2015

__Signature of Reporting Person

Date

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).

(1) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.00 to \$29.06, inclusive. The reporting person undertakes to provide to Aaron's, Inc., any security holder of Aaron's, Inc., or the staff of the

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Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

- (2) Included in the amount of securities beneficially owned following the transaction are 7,707 unvested restricted units.
- (3) The option, representing a right to purchase a total of 11,250 shares, became exercisable in three equal annual installments beginning on February 23, 2013, which was the third anniversary of the date on which the option was granted.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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