ROLLINS INC Form 4 April 01, 2015

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

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

Estimated average burden hours per 0.5 response...

obligations may continue. See Instruction

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).

(Print or Type Responses)

| ` | . , | | | | | | | | | | |
|--|--------------------------------------|-----------|---------------------|----------------------------|--|--|----------------------------------|----------|--|--|--|
| 1. Name and Address of Reporting Person * Wilson John F (Last) (First) (Middle) | | | Symbol | r Name an NS INC | d Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| | | | 3. Date of | f Earliest T | ransaction | (Check all applicable) | | | | | |
| 2170 PIEDMONT ROAD, NE | | | (Month/E 03/10/2 | Day/Year) 015 | | Director 10% Owner _X Officer (give title Other (specify below) President and COO | | | | | |
| (Street) | | | 4. If Ame | ndment, D | ate Original | 6. Individual or Joint/Group Filing(Check | | | | | |
| | | Filed(Mor | nth/Day/Yea | ur) | Applicable Line) _X_ Form filed by One Reporting Person | | | | | | |
| ATLANTA, GA 30324 | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | Tabl | le I - Non- | Derivative Securities Acq | uired, Disposed o | f, or Beneficial | ly Owned | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Year | | | 3. Transact Code | 4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct (D) or | | | | |

| (City) | (State) | (Zip) Table | e I - Non-D | erivative Se | ecuriti | es Acqı | uired, Disposed of | f, or Beneficial | ly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Rollins, Inc. Common Stock \$1 Par Value | 03/10/2015 | | Code V <u>J(1)</u> | Amount 109,035 | (D) | Price | (Instr. 3 and 4) 327,105 (2) | D | |
| Rollins, Inc. Common Stock \$1 Par Value | 03/10/2015 | | <u>J(1)</u> | 1,374 | A | \$0 | 4,124 ⁽³⁾ | I | By Minor Children |
| Rollins, | 03/31/2015 | | G | 1,100 | D | \$0 | 326,005 (2) | D | |

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Common Stock \$1

Par Value

Rollins,

Inc.

Common 03/31/2015 G 1,100 A \$ 0 5,224 (3) I By Minor Children

Par Value

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|---------|----------|-------------|---------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orNumber | Expiration D | ate | Amou | ınt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | rlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | ities | (Instr. 5) | Bene |
| , , , | Derivative | | ` ' | , , | Securities | | | (Instr. | 3 and 4) | , , , | Own |
| | Security | | | | Acquired | | | ` | , | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | (111511 |
| | | | | | 4, and 5) | | | | | | |
| | | | | | 4, and 3) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Data | E:4: | | or | | |
| | | | | | | Date | Expiration | Title | Number | | |
| | | | | | | Exercisable | Date | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wilson John F
2170 PIEDMONT ROAD, NE
ATLANTA, GA 30324

President
and COO

Signatures

/s/ John F. 03/31/2015 Wilson

**Signature of Date Reporting Person

Reporting Owners 2

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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) Reflects the stock split received as dividend pursuant to the three-for-two stock split of record date February 10, 2015, payable March 10, 2015.
- (2) This number includes 7,975 Purchase Plan shares and 126,000 of restricted shares.
- (3) John F. Wilson disclaims beneficial ownership in shares owned by his minor children.

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.