

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): **January 23, 2018**

**ROLLINS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-4422**

(Commission File Number)

**51-0068479**

(I.R.S. Employer Identification No.)

**2170 Piedmont Road, N.E., Atlanta, Georgia 30324**

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: **(404) 888-2000**

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))

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

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.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 23, 2018, the Compensation Committee of Rollins, Inc. approved the Company's Performance-Based Incentive Cash Compensation Plan for Executive Officers (the "2018 Cash Incentive Plan"). The 2018 Cash Incentive Plan is not a written plan. A summary of the material terms of the 2018 Cash Incentive Plan is attached to this Current Report as Exhibit 10(a).

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">10(a)</a>	Written description of Rollins, Inc. Performance-Based Incentive Cash Compensation Plan for Executive Officers.

**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: February 22, 2018

By: /s/ Paul E. Northen

Name: Paul Edward Northen

Title: Vice President, Chief Financial Officer and Treasurer  
(Principal Financial and Accounting Officer)

WRITTEN DESCRIPTION OF  
ROLLINS, INC.  
PERFORMANCE-BASED  
INCENTIVE CASH COMPENSATION PLAN  
FOR EXECUTIVE OFFICERS

The material terms of the Rollins, Inc. The Performance-Based Incentive Cash Compensation Plan for Executive Officers (the “2018 Cash Incentive Plan”), which is not evidenced by any written document, are summarized below.

All of the executive officers of Rollins, Inc. (“Rollins”) are eligible to participate in the 2018 Cash Incentive Plan, at the discretion of Rollins’ Compensation Committee. Bonus awards under the plan provide participants an opportunity to earn an annual bonus in a maximum amount agreed to the lesser of (a) 115% of base salary or (b) \$1,150,000 per individual per year.

Whether a bonus is payable, and the amount of any bonus payable, is contingent upon achievement of certain performance goals, which are measured according to one or more of the following three targeted financial measures: revenue to plan, pre-tax profit plan achievement, and key operating initiatives. Unless sooner amended or terminated by the Compensation Committee, this plan is intended to be in place until April 24, 2023.