

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 27, 2016**

**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))
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**Item 2.02. Results of Operations and Financial Condition.**

On **January 27, 2016**, the Company issued a press release announcing its unaudited financial results for the fourth quarter and year ended December 31, 2015. The Company hereby incorporates by reference herein the information set forth in its Press Release dated January 27, 2016, a copy of which is attached hereto as Exhibit 99.1. Except as otherwise provided in the press release, the press release speaks only as of the date of such press release and such press release shall not create any implication that the affairs of the Company have continued unchanged since such date

Except for the historical information contained in this report, the statements made by the Company are forward-looking statements that involve risks and uncertainties. All such statements are subject to the safe harbor created by the Private Securities Litigation Reform Act of 1995. The Company's future performance could differ significantly from the expectations of management and from results expressed or implied in the Press Release. See the risk factors contained in the Press Release for a discussion of certain risks and uncertainties that may impact such forward-looking statements. For further information on other risk factors, please refer to the "Risk Factors" contained in the Company's Form 10-K for the year ended December 31, 2014 filed with the Securities and Exchange Commission. The Company disclaims any obligation or duty to update or modify these forward-looking statements.

**Item 9.01. Financial Statements and Exhibits**

**Exhibit No.   Description**

99.1      Press Release Dated January 27, 2016

**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: January 27, 2016

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

FOR IMMEDIATE RELEASE

**ROLLINS, INC. REPORTS FOURTH QUARTER AND FULL YEAR 2015  
RECORD FINANCIAL RESULTS**

**Company posts 39<sup>th</sup> consecutive quarter of improved earnings**

- **Revenue increased 5.4% for the quarter and 5.2% for full year**
- **Income before taxes rose 11.3% for the quarter and 10.8% for the full year**
- **Net income up 6.1% for the quarter and 10.5% for the full year**
- **Earnings per diluted share rose 7.1% for the quarter to \$0.15 from \$0.14, and up 11.1% to \$0.70 from \$0.63 for the full year**

**ATLANTA, GEORGIA, January 27, 2016:** Rollins, Inc. (NYSE:ROL), a premier global consumer and commercial services company, reported strong unaudited financial results for its fourth quarter and year ended December 31, 2015.

The Company recorded fourth quarter revenues of \$362.5 million, an increase of 5.4% over the prior year's fourth quarter revenue of \$344.0 million. Income before income taxes rose 11.3% to \$51.8 million compared to \$46.5 million for the prior year's fourth quarter. Rollins' net income increased 6.1% to \$31.7 million or \$0.15 per diluted share for the fourth quarter ended December 31, 2015, compared to \$29.9 million or \$0.14 per diluted share for the same period in 2014.

For the full-year ended December 31, 2015, Rollins' revenues rose 5.2% to \$1.485 billion compared to \$1.412 billion for the prior year, and income before income taxes increased 10.8% to \$243.2 million compared to prior year's \$219.5 million. The Company's net income for the year rose 10.5% to \$152.1 million, or \$0.70 per diluted share, compared to net income of \$137.7 million, or \$0.63 per diluted share for last year.

Gary W. Rollins, Vice Chairman and Chief Executive Officer of Rollins, Inc. stated, "We are pleased to have achieved our major financial objectives for 2015 with record revenue and profit growth across all the Company's brands. The progress we made this past year is a reflection of the dedication of our employees and their commitment to achieve our strategic initiatives."

Mr. Rollins, concluded, "Our culture of continued improvement is the driving force behind our enhanced customer service, sales results, productivity improvement, customer growth and financial results. We are excited about our Company's plans for 2016 and are clearly focused on having another successful year."

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Rollins, Inc. is a premier global consumer and commercial services company. Through its wholly owned subsidiaries, Orkin LLC., HomeTeam Pest Defense, Orkin Canada, Western Pest Services, Critter Control, Inc., The Industrial Fumigant Company, TruTech LLC., Rollins Australia, Waltham Services LLC., PermaTreat, and Crane Pest Control, the Company provides essential pest control services and protection against termite damage, rodents and insects to more than two million customers in the United States, Canada, Central America, South America, the Caribbean, the Middle East, Asia, the Mediterranean, Europe, Africa, Mexico, and Australia from more than 700 locations. You can learn more about our subsidiaries by visiting our web sites at [www.orkin.com](http://www.orkin.com), [www.pestdefense.com](http://www.pestdefense.com), [www.orkincanada.ca](http://www.orkincanada.ca), [www.westernpest.com](http://www.westernpest.com), [www.crittercontrol.com](http://www.crittercontrol.com), [www.indfumco.com](http://www.indfumco.com), [www.trutechinc.com](http://www.trutechinc.com), [www.allpest.com.au](http://www.allpest.com.au), [www.walthamservices.com](http://www.walthamservices.com), [www.permatreat.com](http://www.permatreat.com), [www.cranepestcontrol.com](http://www.cranepestcontrol.com), and [www.rollins.com](http://www.rollins.com). You can also find this and other news releases at [www.rollins.com](http://www.rollins.com) by accessing the news releases button.

#### **CAUTION CONCERNING FORWARD-LOOKING STATEMENTS**

*This release contains statements that constitute “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include statements about the Company’s being excited about its plans for 2016 and focused on having another successful year. The actual results of the Company could differ materially from those indicated by the forward-looking statements because of various risks and uncertainties, including without limitation, economic and competitive conditions which may adversely affect the Company’s business; the degree of success of the Company’s pest and termite process, and pest control selling and treatment methods; the Company’s ability to identify and integrate potential acquisitions; climate and weather trends; competitive factors and pricing practices; the Company’s ability to attract and retain skilled workers, and potential increases in labor costs; uncertainties of litigation; and changes in various government laws and regulations, including environmental regulations. All of the foregoing risks and uncertainties are beyond the ability of the Company to control, and in many cases the Company cannot predict the risks and uncertainties that could cause its actual results to differ materially from those indicated by the forward-looking statements. A more detailed discussion of potential risks facing the Company can be found in the Company’s Report on Form 10-K filed with the Securities and Exchange Commission for the year ended December 31, 2014.*

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**ROLLINS, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(in thousands)

| <b>At December 31, (unaudited)</b>                  | <b>2015</b>       | <b>2014</b>       |
|---|-------------------|-------------------|
| <b>ASSETS</b>                                       |                   |                   |
| Cash and cash equivalents                           | \$ 134,574        | \$ 108,372        |
| Trade accounts receivables, net                     | 79,864            | 77,854            |
| Financed receivables, net                           | 13,830            | 12,234            |
| Materials and supplies                              | 12,801            | 14,078            |
| Deferred income taxes, net                          | 44,445            | 42,764            |
| Other current assets                                | 28,365            | 28,656            |
| <b>Total Current Assets</b>                         | <b>313,879</b>    | <b>283,958</b>    |
| Equipment and property, net                         | 121,356           | 101,669           |
| Goodwill  | 249,939           | 255,563           |
| Customer contracts and other intangible assets, net | 138,931           | 133,472           |
| Deferred income taxes, net                          | —                 | 7,881             |
| Financed receivables, long-term, net                | 13,636            | 11,787            |
| Other assets  | 14,690            | 13,832            |
| <b>Total Assets</b>                                 | <b>\$ 852,431</b> | <b>\$ 808,162</b> |
| <b>LIABILITIES</b>                                  |                   |                   |
| Accounts payable                                    | \$ 24,919         | \$ 22,878         |
| Accrued insurance, current                          | 24,874            | 24,204            |
| Accrued compensation and related liabilities        | 73,607            | 74,090            |
| Unearned revenue                                    | 96,192            | 94,056            |
| Other current liabilities                           | 33,394            | 37,451            |
| <b>Total Current Liabilities</b>                    | <b>252,986</b>    | <b>252,679</b>    |
| Accrued insurance, less current portion             | 30,402            | 30,946            |
| Accrued pension                                     | 9,735             | 29,558            |
| Deferred income taxes, net                          | 3,780             | —                 |
| Long-term accrued liabilities                       | 31,499            | 32,303            |
| <b>Total Liabilities</b>                            | <b>328,402</b>    | <b>345,486</b>    |
| <b>STOCKHOLDERS' EQUITY</b>                         |                   |                   |
| Common stock  | 218,553           | 218,283           |
| Retained earnings and other equity                  | 305,476           | 244,393           |
| <b>Total stockholders' equity</b>                   | <b>524,029</b>    | <b>462,676</b>    |
| <b>Total Liabilities and Stockholders' Equity</b>   | <b>\$ 852,431</b> | <b>\$ 808,162</b> |

**ROLLINS, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF INCOME**  
(in thousands except per share data)  
(unaudited)

|   | Three Months Ended<br>December 31, |                  | Twelve Months Ended<br>December 31, |                   |
|---|------------------------------------|------------------|-------------------------------------|-------------------|
|   | 2015                               | 2014             | 2015                                | 2014              |
| <b>REVENUES</b>   |                                    |                  |                                     |                   |
| Customer services                                       | \$ 362,500                         | \$ 343,951       | \$ 1,485,305                        | \$ 1,411,566      |
| <b>COSTS AND EXPENSES</b>                               |                                    |                  |                                     |                   |
| Cost of services provided                               | 182,235                            | 174,979          | 735,976                             | 707,739           |
| Depreciation and amortization                           | 11,340                             | 11,250           | 44,522                              | 43,509            |
| Sales, general and administrative                       | 117,601                            | 111,357          | 463,742                             | 441,706           |
| Gain on sale of assets, net                             | (449)                              | (54)             | (1,953)                             | (618)             |
| Interest income, net                                    | (26)                               | (116)            | (160)                               | (254)             |
|   | <u>310,701</u>                     | <u>297,416</u>   | <u>1,242,127</u>                    | <u>1,192,082</u>  |
| <b>INCOME BEFORE INCOME TAXES</b>                       | <u>51,799</u>                      | <u>46,535</u>    | <u>243,178</u>                      | <u>219,484</u>    |
| <b>PROVISION FOR INCOME TAXES</b>                       | <u>20,050</u>                      | <u>16,618</u>    | <u>91,029</u>                       | <u>81,820</u>     |
| <b>NET INCOME</b>                                       | <u>\$ 31,749</u>                   | <u>\$ 29,917</u> | <u>\$ 152,149</u>                   | <u>\$ 137,664</u> |
| <b>NET INCOME PER SHARE - BASIC AND DILUTED</b>         | <u>\$ 0.15</u>                     | <u>\$ 0.14</u>   | <u>\$ 0.70</u>                      | <u>\$ 0.63</u>    |
| Weighted average shares outstanding - basic and diluted | 218,585                            | 218,287          | 218,583                             | 218,695           |

  CONFERENCE CALL ANNOUNCEMENT  

# Rollins, Inc.

(NYSE: ROL)



Management will hold a conference call to discuss  
Fourth Quarter and Twelve Months 2015 results on

**Wednesday, January 27, 2016 at:**

10:00 a.m. Eastern

9:00 a.m. Central

8:00 a.m. Mountain

7:00 a.m. Pacific

## TO PARTICIPATE:

Please dial **888-632-3384** domestic;  
**785-424-1675** international  
at **least 5 minutes** before start time.

REPLAY: available through February 3, 2016

Please dial **888-203-1112/719-457-0820**, Passcode: 8962426

***THIS CALL CAN ALSO BE ACCESSED THROUGH THE INTERNET AT***

[www.viaavid.com](http://www.viaavid.com)

### Questions?

Contact Samantha Alphonso at Financial Relations Board at 212-827-3746

Or email to [salphonso@mww.com](mailto:salphonso@mww.com)

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