

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): July 29, 2015

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 July 29, 2015, the Company issued a press release announcing its unaudited financial results for the second quarter and six months ended June 30, 2015. The Company hereby incorporates by reference herein the information set forth in its Press Release dated July 29, 2015, 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 July 29, 2015

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: July 29, 2015

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

FOR IMMEDIATE RELEASE

ROLLINS, INC. REPORTS RECORD SECOND QUARTER AND SIX MONTHS 2015 FINANCIAL RESULTS

Company posts 37th consecutive quarter of improved earnings

ATLANTA, GEORGIA, July 29, 2015: Rollins, Inc. (NYSE:ROL), a premier global consumer and commercial services company, today reported unaudited financial results for its second quarter and six months ended June 30, 2015.

The Company recorded second quarter revenues of \$392.2 million, an increase of 6.2% over the prior year's second quarter of \$369.4 million. Net income increased 10.3% to \$45.1 million or \$0.21 per diluted share for the second quarter ended June 30, 2015 compared to \$40.9 million or \$0.19 per diluted share for the same period in 2014.

Rollins' revenues rose 5.9% for the first six months of 2015 to \$723.1 million compared to \$682.7 million for the prior year. Net income for the first six months of 2015 was \$75.4 million, an increase of 13.1%, or \$0.34 per diluted share compared to \$66.6 million or \$0.30 per diluted share for the same period last year.

Commenting on the Company's results, Gary W. Rollins, Vice Chairman and Chief Executive Officer of Rollins, Inc. stated, "The continued revenue and profit growth that we experienced in the quarter and first half of 2015 is a testament to the success we are having with our sales and service programs. We are committed to continuous improvement in all areas of our business. A good example is our investment in new IT technologies which will have a tremendous ongoing impact on the improvement of our customers' service delivery and the company's growth rate. We are on track and dedicated to achieve our financial goals for the year."

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 600 locations. You can learn more about our subsidiaries by visiting our web sites at www.orkin.com, www.pestdefense.com, www.orkincanada.ca, www.westernpest.com, www.crittercontrol.com, www.indfumco.com, www.trutechinc.com, www.allpest.com.au, www.walthamservices.com, www.permatreat.com, www.cranepestcontrol.com, and www.rollins.com. You can also find this and other news releases at 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 success of our sales and service programs; commitment to continuous improvement; impact of our investment in new IT technologies on customers’ service delivery and company’s growth rate; being on track and dedicated to achieve the financial goals for the 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.

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

At June 30, (unaudited)	2015	2014
ASSETS		
Cash and cash equivalents	\$ 109,684	\$ 101,519
Trade accounts receivables, net	88,267	86,156
Financed receivables, net	14,059	12,821
Materials and supplies	14,034	13,136
Deferred income taxes, net	40,636	40,781
Other current assets	32,377	19,052
Total Current Assets	<u>299,057</u>	<u>273,465</u>
Equipment and property, net	110,375	94,678
Goodwill	269,867	255,515
Customer contracts and other intangible assets, net	132,395	139,231
Deferred income taxes, net	8,614	4,564
Financed receivables, long-term, net	14,370	12,955
Prepaid pension	—	10,393
Other assets	14,083	13,788
Total Assets	<u>\$ 848,761</u>	<u>\$ 804,589</u>
LIABILITIES		
Accounts payable	\$ 28,550	\$ 27,972
Accrued insurance, current	27,347	24,212
Accrued compensation and related liabilities	69,295	63,408
Unearned revenue	107,327	105,455
Other current liabilities	31,416	38,384
Total Current Liabilities	<u>263,935</u>	<u>259,431</u>
Accrued insurance, less current portion	28,210	31,340
Accrued pension	26,045	475
Long-term accrued liabilities	33,328	37,801
Total Liabilities	<u>351,518</u>	<u>329,047</u>
STOCKHOLDERS' EQUITY		
Common stock	218,595	218,640
Retained earnings and other equity	278,648	256,902
Total stockholders' equity	<u>497,243</u>	<u>475,542</u>
Total Liabilities and Stockholders' Equity	<u>\$ 848,761</u>	<u>\$ 804,589</u>

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

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2015	2014	2015	2014
REVENUES				
Customer services	\$ 392,150	\$ 369,357	\$ 723,059	\$ 682,745
COSTS AND EXPENSES				
Cost of services provided	190,209	182,642	358,252	343,950
Depreciation and amortization	11,245	10,608	22,026	20,822
Sales, general and administrative	118,622	110,752	224,197	211,584
Gain on sale of assets, net	(194)	(230)	(249)	(478)
Interest income, net	(66)	(86)	(113)	(162)
	<u>319,816</u>	<u>303,686</u>	<u>604,113</u>	<u>575,716</u>
INCOME BEFORE INCOME TAXES	<u>72,334</u>	<u>65,671</u>	<u>118,946</u>	<u>107,029</u>
PROVISION FOR INCOME TAXES	<u>27,261</u>	<u>24,811</u>	<u>43,592</u>	<u>40,403</u>
NET INCOME	<u>\$ 45,073</u>	<u>\$ 40,860</u>	<u>\$ 75,354</u>	<u>\$ 66,626</u>
NET INCOME PER SHARE - BASIC AND DILUTED	<u>\$ 0.21</u>	<u>\$ 0.19</u>	<u>\$ 0.34</u>	<u>\$ 0.30</u>
Weighted average shares outstanding - basic and diluted	218,613	218,813	218,577	218,899

  CONFERENCE CALL ANNOUNCEMENT  

Rollins, Inc.

(NYSE: ROL)



Management will hold a conference call to discuss
Second Quarter and Six Months 2015 results on

Wednesday, July 29, 2015 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 888-505-4368 domestic;
719-457-1035 international
at least 5 minutes before start time.**

REPLAY: available through August 5, 2015

Please dial **888-203-1112/719-457-0820**, Passcode: 3030827

THIS CALL CAN ALSO BE ACCESSED THROUGH THE INTERNET AT

www.viavid.com

Questions?

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

Or email to salphonso@mww.com
