

RENT A CENTER INC DE  
Form DEFA14A  
September 05, 2018

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

**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934**  
**(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under §240.14a-12

**RENT-A-CENTER, INC.**

**(Name of Registrant as Specified In Its Charter)**

N/A

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- (2) Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
- (4) Proposed maximum aggregate value of transaction:
  
  
  
  
  
  
  
  
  
  
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
  
  
  
  
  
  
  
  
  
  
- (2) Form, Schedule or Registration Statement No.:
  
  
  
  
  
  
  
  
  
  
- (3) Filing Party:

(4) Date Filed:

\*\*\*\* OUR SPECIAL MEETING IS QUICKLY APPROACHING \*\*\*\*

\*\*\*\* YOUR IMMEDIATE ATTENTION IS REQUESTED \*\*\*\*

September 5, 2018

Dear Rent-A-Center Stockholder:

The Special Meeting of Stockholders of Rent-A-Center, Inc. ( Rent-A-Center ) is scheduled for September 18, 2018 to consider and vote on: (i) a proposal to adopt and approve the Agreement and Plan of Merger (the Merger Agreement ) by and among Rent-A-Center, Vintage Rodeo Parent, LLC ( Parent ), and Vintage Rodeo Acquisition, Inc. ( Merger Sub ), pursuant to which Merger Sub will be merged with and into Rent-A-Center, with Rent-A-Center continuing as a wholly owned subsidiary of Parent; (ii) the transactions contemplated by the Merger Agreement, including, without limitation, the Merger (the Merger Proposal ); and (iii) other matters relating to the Merger Proposal.

**According to our records, your shares are not voted.**

**Your vote is very important.** Regardless of the number of shares of common stock you own, we urge you promptly to submit your vote by signing, dating, and returning the enclosed proxy card or by voting via Internet or Telephone by following the enclosed instructions. Not voting is the same as voting against the Merger Proposal.

The Rent-A-Center board of directors unanimously recommends that you vote FOR the Merger Proposal and FOR the other proposals to be voted upon at the upcoming Special Meeting of Stockholders.

On August 29<sup>th</sup>, the leading independent proxy advisory firm, Institutional Stockholder Services ( ISS ), recommended that Rent-A-Center stockholders vote FOR the Merger Proposal and the other related proposals to be considered at the Special Meeting of Stockholders. The ISS recommendation is relied upon by hundreds of mutual funds, institutional investors and other fiduciaries throughout the world.

***In connection with the Merger Proposal, Rent-A-Center filed a Definitive Proxy Statement with the United States Securities and Exchange Commission on August 15<sup>th</sup>. Before making any voting decision, you are urged to read the Definitive Proxy Statement regarding the Merger Proposal carefully and in its entirety because it contains important information.***

If you have any questions, please contact our proxy solicitor, Saratoga Proxy Consulting, at (888) 368-0379 or (212) 257-1311.

Thank you for your support.

**RENT-A-CENTER, INC.**