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

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**  
(Amendment No. 2)\*

**Rent-A-Center, Inc.**

\_\_\_\_\_  
(Name of Issuer)

\_\_\_\_\_  
Common Stock, par value \$0.01 per share

(Title of Class of Securities)

\_\_\_\_\_  
76009N100

(CUSIP Number)

Vintage Capital Management, LLC  
4705 S. Apopka Vineland Road, Suite 206  
Orlando, FL 32819  
(407) 909-8015

*With a copy to:*

Bradley L. Finkelstein

Douglas K. Schnell

Wilson Sonsini Goodrich & Rosati

Professional Corporation

650 Page Mill Road

Palo Alto, CA 94304

(650) 493-9300

\_\_\_\_\_  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

\_\_\_\_\_  
June 12, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

*Note.* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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(1)	NAMES OF REPORTING PERSONS Vintage Capital Management, LLC
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>
(3)	SEC USE ONLY
(4)	SOURCE OF FUNDS (see instructions) OO
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7) SOLE VOTING POWER 0 shares
	(8) SHARED VOTING POWER 3,186,042 shares
	(9) SOLE DISPOSITIVE POWER 0 shares
	(10) SHARED DISPOSITIVE POWER 3,186,042 shares
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,186,042 shares
(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) <input type="checkbox"/>
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.9%*
(14)	TYPE OF REPORTING PERSON (see instructions) OO

\* Percentage calculated based on 53,414,526 shares of common stock, par value \$0.01 per share, outstanding as of April 30, 2018, as reported in the Form 10-Q for the quarterly period ended March 31, 2018, of Rent-A-Center, Inc.

(1)	NAMES OF REPORTING PERSONS Kahn Capital Management, LLC
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>
(3)	SEC USE ONLY
(4)	SOURCE OF FUNDS (see instructions) OO
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7) SOLE VOTING POWER 0 shares
	(8) SHARED VOTING POWER 3,186,042 shares
	(9) SOLE DISPOSITIVE POWER 0 shares
	(10) SHARED DISPOSITIVE POWER 3,186,042 shares
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,186,042 shares
(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) <input type="checkbox"/>
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.9%*
(14)	TYPE OF REPORTING PERSON (see instructions) OO

\* Percentage calculated based on 53,414,526 shares of common stock, par value \$0.01 per share, outstanding as of April 30, 2018, as reported in the Form 10-Q for the quarterly period ended March 31, 2018, of Rent-A-Center, Inc.

(1)	NAMES OF REPORTING PERSONS Brian R. Kahn
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>
(3)	SEC USE ONLY
(4)	SOURCE OF FUNDS (see instructions) OO
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7) SOLE VOTING POWER 0 shares
	(8) SHARED VOTING POWER 3,186,042 shares
	(9) SOLE DISPOSITIVE POWER 0 shares
	(10) SHARED DISPOSITIVE POWER 3,186,042 shares
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(14)	TYPE OF REPORTING PERSON (see instructions) IN

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### Explanatory Note

This Amendment No. 2 (this “Amendment”) amends and supplements the Schedule 13D filed on November 3, 2017, as amended on January 19, 2018 (as amended, the “Schedule 13D”), by the Reporting Persons relating to the Common Stock of the Issuer. Information reported in the Schedule 13D remains in effect except to the extent that it is amended, restated or superseded by information contained in this Amendment. Capitalized terms used but not defined in this Amendment have the respective meanings set forth in the Schedule 13D. All references in the Schedule 13D and this Amendment to the “Statement” will be deemed to refer to the Schedule 13D as amended and supplemented by this Amendment.

#### Item 4. Purpose of Transaction.

Item 4 is amended to add the following:

On June 12, 2018, Vintage Capital submitted a letter to the Board concerning its best and final offer to acquire the Issuer for \$14.00 in cash per share of Common Stock. This letter is attached as Exhibit 3 and is incorporated by reference.

#### Item 7. Material to be Filed as Exhibits.

Item 7 is amended to add the following:

<b>Exhibit Number</b>	<b>Description</b>
3	Letter to the Board of Directors of Rent-A-Center, Inc., dated June 12, 2018.

**SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 12, 2018

**VINTAGE CAPITAL MANAGEMENT, LLC**

By: /s/ Brian R. Kahn

Name: Brian R. Kahn

Title: Manager

**KAHN CAPITAL MANAGEMENT, LLC**

By: /s/ Brian R. Kahn

Name: Brian R. Kahn

Title: Manager

/s/ Brian R. Kahn

Brian R. Kahn

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
1	Joint Filing Agreement (incorporated by reference to Exhibit 1 to the Schedule 13G filed by Vintage Capital Management, LLC, Kahn Capital Management, LLC and Brian R. Kahn on July 27, 2017).
2*	Letter to the Board of Directors of Rent-A-Center, Inc., dated November 3, 2017.
3	Letter to the Board of Directors of Rent-A-Center, Inc., dated June 12, 2018.

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\* Previously filed.

# VINTAGE

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## CAPITAL MANAGEMENT

June 12, 2018

Board of Directors  
Rent-A-Center, Inc.  
5501 Headquarters Dr.  
Plano, Texas 75024

Dear Members of the Board of Directors:

For many weeks, Vintage Capital Management, LLC and its affiliates (“Vintage,” “we” or “us”) have been negotiating an acquisition of Rent-A-Center, Inc. (“RCII”).

We trust that the Board of Directors is sincere in its public commitment to carefully consider any credible proposal to determine whether it would ultimately maximize RCII stockholder value.

This letter confirms our **best and final offer** to acquire RCII for **\$14.00 per share in cash**. At this time, RCII is in possession of all requested documentation concerning our proposal, including (1) a draft merger agreement that we are prepared to sign; and (2) an equity commitment letter and ample supporting documentation to evidence our ability to complete an acquisition of RCII. As previously communicated, we believe that our proposed merger agreement resolves all open points in a manner satisfactory to RCII.

As we have communicated on numerous occasions, we are committed to completing an acquisition of RCII as quickly as possible. We strongly believe that our proposal represents a value-maximizing outcome for RCII stockholders. It delivers immediate and certain value without any business execution risk. **We are confident that RCII stockholders will agree that the right path for RCII at this time is for our offer to be accepted.**

**Our offer will remain open and capable of acceptance until 5:00 p.m., Eastern time, on Friday, June 15, 2018.** If our offer is not accepted by that time, we will terminate our consideration of an acquisition of RCII.

In view of RCII’s public statements concerning our offer, we believe that our Schedule 13D obligations under the Securities Exchange Act of 1934 require us to disclose this letter.

Should you have any questions or require any additional information, please feel free to contact me at [\*\*\*].

\* \* \*

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Very truly yours,

**Vintage Capital Management, LLC**

By: /s/ Brian R. Kahn

Name: Brian R. Kahn

Title: Managing Member

cc: J.P. Morgan Securities LLC

Jack LaGere

Anu Aiyengar

Peter Kelly

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