SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

nington, D.C. 20549

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of	f 1934
or Section 30(h) of the Investment Company Act of 1940	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person [*] <u>FADEL MITCHELL E</u>			2. Issuer Name and Ticker or Trading Symbol <u>RENT A CENTER INC DE</u> [RCII]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				X	Director	10% Owner			
(Last) 5501 HEAD	ast) (First) (Middle) 501 HEADQUARTERS DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 02/14/2022	X	Officer (give title below) Chief Executiv	Other (specify below) ve Officer			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fi	ling (Check Applicable			
PLANO	TX	75024		X	Form filed by One Re	eporting Person			
(City)	(State)	(Zip)	—		Form filed by More the Person	nan One Reporting			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction	2A. Deemed	Transaction Code (Instr.		4. Securities A			5. Amount of	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)			Disposed Of (5)	D) (Instr.	3, 4 and	Securities Beneficially Owned Following		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
COMMON STOCK	02/14/2022		A		268,370 ⁽¹⁾	A	\$38.94	625,845 ⁽²⁾	D	
COMMON STOCK	02/14/2022		F		101,765 ⁽³⁾	D	\$38.94	524,080 ⁽²⁾	D	
COMMON STOCK								1,116	I	Company 401(k) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Deriv	unt of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The Company's relative TSR over the three-year measurement period ending December 31, 2021, established in connection with performance-based restricted stock units granted to the reporting person on April 1, 2019, ranked in the 91st percentile, resulting in the vesting of 200% of such performance-based restricted stock units.

2. Includes shares of common stock and unvested restricted stock units.

3. Number of shares withheld to cover taxes with respect to performance-based restricted stock units which vested on February 14, 2022.

Remarks:

/s/ Bryan Pechersky, attorney-02/16/2022

<u>in-fact</u>

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.