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

#### **SCHEDULE 13D**

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 10)1

Rent-A-Center, Inc. (Name of Issuer)

Common Stock, \$0.01 par value per share (Title of Class of Securities)

76009N100 (CUSIP Number)

GLENN W. WELLING ENGAGED CAPITAL, LLC 610 Newport Center Drive, Suite 250 Newport Beach, California 92660 (949) 734-7900

STEVE WOLOSKY
OLSHAN FROME WOLOSKY LLP
1325 Avenue of the Americas
New York, New York 10019
(212) 451-2300
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

February 8, 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 that 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  $\Box$ .

*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*).

1	NAME OF REPORTI	ING PERSON		
	Engaged Capital Flagship Master Fund, LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\Box$			
			(0) 🗆	
3	SEC USE ONLY			
4	SOURCE OF FUNDS	5		
	WC			
5	CHECK BOX IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION		
	CAYMAN ISL	ANDS		
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		2,519,969		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		2,519,969		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	2,519,969	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	П	
12	CHECK BOX IF THI	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
42	DED CENTE OF CLAS	C DEDDECEMBED DV AMOUNTE IN DOMAGA		
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
	4.7%			
14	TYPE OF REPORTIN	NG PERSON		
	PN			

1	NAME OF REPORTI	NG PERSON		
	Engaged Capital Co-Invest V, LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)			
			(b) 🗆	
3	SEC USE ONLY			
4	SOURCE OF FUNDS	3		
	WC			
5		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
C	CITIZENCIUD OD DI	A CE OF OBCANIZATION		
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY		2,703,611		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING				
PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER		
		2,703,611		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,703,611			
12	CHECK BOX IF THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
	5.1%			
14	TYPE OF REPORTIN	NG PERSON		
	DNI			

	NAME OF BERORE	TAYO DEDOOM		
1	NAME OF REPORTING PERSON			
	Engaged Capital Co-Invest V-A, LP			
2				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$			
			(0) 🗆	
3	SEC USE ONLY			
3	SEC COE OILEI			
4	SOURCE OF FUND	S		
	WC			
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING POWER		
BENEFICIALLY		3,390,148		
OWNED BY	8	SHARED VOTING POWER		
EACH				
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		3,390,148		
	10	SHARED DISPOSITIVE POWER		
11	ACCDECATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGALE AMO	ON I DENEFICIALLI OWNED DI EACH KEPUKIING PERSUN		
	3,390,148			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	6.4%			
14	TYPE OF REPORTI	NG PERSON		
	DNI			
	PN			

	NAME OF BERORE	VALC DED COAL		
1	NAME OF REPORTING PERSON			
	Engaged Capital Flagship Fund, J.D.			
2	Engaged Capital Flagship Fund, LP  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ⊠			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$			
			(0) 🗆	
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENCLID OD D	LACE OF ORGANIZATION		
0	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		2,519,969		
OWNED BY	8	SHARED VOTING POWER		
EACH				
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		2,519,969		
	10	SHARED DISPOSITIVE POWER		
	10	STRIKED DISTOSTITVE TOWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
_	2,519,969			
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	DERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
15	LINGERY OF CEAS	oo nei neoenteo of mitoon in non (ii)		
	4.7%			
14	TYPE OF REPORTI	NG PERSON		
	PN			

	NAME OF BEROPE	INC DEDGON		
1	NAME OF REPORTING PERSON			
	Engaged Capital Flogship Fund, Ltd.			
2	Engaged Capital Flagship Fund, Ltd.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ☑			
			(b) □	
3	SEC USE ONLY			
3	SEC USE OILLI			
4	SOURCE OF FUND	ς		
7				
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	CAYMAN ISL		_	
NUMBER OF	7	SOLE VOTING POWER		
SHARES		0.740.000		
BENEFICIALLY		2,519,969		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING				
PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		2,519,969		
	10	SHARED DISPOSITIVE POWER		
	10	SIMILED DISTOSTITY ET OWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,519,969			
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	4.70/			
14	4.7%	NIC DEDCOM		
14	TYPE OF REPORTI	NG PEKSUN		
	СО			
	CO			

1	NAME OF REPORT	ING PERSON		
_	TABLE OF REPORTED PERSON			
	Engaged Capital, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ⊠  (b) □			
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION  DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY	,	8,983,609		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER - 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		8,983,609		
	10	SHARED DISPOSITIVE POWER		
11	- 0 - AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
- 10	8,983,609	TO A CORDER ATTE A MOVING BY DOLLY (44) THE OUT OF THE BY OVER THE BY		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	16.9%			
14	TYPE OF REPORTII	NG PERSON		
	00			

1	NAME OF REPORTI	ING PERSON		
	Engaged Capita	al Holdings, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)   (a)			
			(b) □	
3	SEC USE ONLY			
4	SOURCE OF FUNDS	5		
	00			
5		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		8,983,609		
OWNED BY	8	SHARED VOTING POWER		
EACH	Ŭ	SIMILED FORMOTOWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		8,983,609		
	10	SHARED DISPOSITIVE POWER		
	10	SHAKED DISTOSITIVE TOWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0.000.000			
12	8,983,609	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CHECK BOX IF THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	Ш	
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
	10.00/			
1.4	16.9%	JC DEDCOM		
14	TYPE OF REPORTIN	NG PERSUN		
	00			

1	NAME OF REPORT	ING PERSON		
	Glenn W. Well	ing		
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$		
3	SEC USE ONLY			
4	SOURCE OF FUNDS OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION  USA			
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER  8,983,609		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER  - 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER  8,983,609		
	10	SHARED DISPOSITIVE POWER		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	8,983,609  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  16.9%			
14		TYPE OF REPORTING PERSON		
	IN			

1	NAME OF REPORT	ING PERSON		
-	Christopher B. Hetrick			
2	CHECK THE APPRO	DPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □	
			(0) =	
3	SEC USE ONLY			
4	SOURCE OF FUNDS	3		
•	SOURCE OF FUNDS			
	00			
5		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING FOWER		
BENEFICIALLY		14,265*		
OWNED BY	8	SHARED VOTING POWER		
EACH		SIMMED VOINGTOWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER	-	
		14.005*		
	10	14,265* SHARED DISPOSITIVE POWER		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1.4.065*			
12	14,265*	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
14	CHECK BUX IF THI	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	Ш	
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%*			
14	TYPE OF REPORTIN	NC PERSON		
14	TITE OF REFORT	10 1 LR0011		
	IN			

<sup>\*</sup> Consists of Shares underlying certain Director Deferred Stock Units awarded to Mr. Hetrick in his capacity as a director of the Issuer. Each Director Deferred Stock Unit represents the right to receive one Share upon the termination of Mr. Hetrick's service as a director of the Issuer.

The following constitutes Amendment No. 10 to the Schedule 13D filed by the undersigned ("Amendment No. 10"). This Amendment No. 10 amends the Schedule 13D as specifically set forth herein.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is hereby amended to add the following:

As was previously disclosed in the Schedule 13D and Amendment No. 4 to the Schedule 13D, from January 23, 2017 to March 1, 2017, Engaged Capital Flagship Master entered into certain cash-settled total return swap agreements (the "Swap Agreements") with Nomura Securities International, Inc. ("Nomura") as the counterparty that constituted economic exposure to an aggregate of 1,924,488 notional Shares, which had a maturity date of January 23, 2018. In strict accordance with their terms and not as a result of any action by the Reporting Persons, the Swap Agreements expired and have been settled (as further described below). For the avoidance of doubt, due to Mr. Hetrick's status as a director of the Issuer and the Director of Research at Engaged Capital, the Reporting Persons were prohibited from exercising investment discretion with respect to the Swap Agreements because the Issuer was not in an open trading window for its directors and officers at the time of, and leading up to, the maturity of the Swap Agreements. Notwithstanding the expiration of the Swap Agreements, (i) the Reporting Persons continue to be the Issuer's largest stockholder with beneficial ownership of, and economic exposure to, an aggregate of 16.9% of the Issuer's outstanding Shares, (ii) the Reporting Persons have never sold a single Share of the Issuer and (iii) the Issuer continues to represent the second largest position in Engaged Capital's investment portfolio.

Upon the maturity of the Swap Agreements on January 23, 2018, Nomura began the process of unwinding the Swap Agreements in accordance with their terms, and on February 8, 2018, Nomura settled the Swap Agreements and paid to Engaged Capital Flagship Master the difference between the value of the Shares at the time of settlement for each of the 1,924,488 notional Shares subject to the Swap Agreements and the (i) \$8.1919 per Share reference price for each of the 370,702 Shares referenced in one set of Swap Agreements, (ii) \$8.3213 per Share reference price for each of the 382,591 Shares referenced in another set of Swap Agreements, (iii) \$8.3299 per Share reference price for each of the 136,079 Shares referenced in another set of Swap Agreements, (iv) \$8.2145 per Share reference price for each of the 264,079 Shares referenced in another set of Swap Agreements, (v) \$7.9092 per Share reference price for each of the 441,037 Shares referenced in another set of Swap Agreements and (vi) \$8.8969 per Share reference price for each of the 330,000 Shares referenced in the remaining set of Swap Agreements.

#### **SIGNATURES**

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: February 9, 2018

Engaged Capital Flagship Master Fund, LP

By: Engaged Capital, LLC

General Partner

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Founder and Chief Investment Officer

Engaged Capital Co-Invest V, LP

By: Engaged Capital, LLC

General Partner

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Founder and Chief Investment Officer

Engaged Capital Co-Invest V-A, LP

By: Engaged Capital, LLC

General Partner

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Founder and Chief Investment Officer

Engaged Capital Flagship Fund, LP

By: Engaged Capital, LLC

General Partner

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Founder and Chief Investment Officer

Engaged Capital Flagship Fund, Ltd.

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Director

Engaged Capital, LLC

By: /s/ Glenn W. Welling

Name: Glenn W. Welling

Title: Founder and Chief Investment Officer

Engaged Capital Holdings, LLC

By: /s/ Glenn W. Welling

Name: Glenn W. Welling Title: Sole Member

/s/ Glenn W. Welling

Glenn W. Welling

/s/ Christopher B. Hetrick

Christopher B. Hetrick