## 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. 6)<sup>1</sup>

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

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

> <u>76009N100</u> (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)

<u>April 20, 2017</u> (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(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.

<sup>1</sup> 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 REPORT	INC DEDSON		
1	INAME OF REPORT	ING PERSUN		
	Engaged Capita	al Flagship Master Fund, LP		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 🗵			
			(b) 🗆	
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUNDS	S		
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	CANAANISI	ANDC		
NUMBER OF	CAYMAN ISL 7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING FOWER		
BENEFICIALLY		2,519,969		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
	5	SOLE DISPOSITIVE FOWER		
		2,519,969		
	10	SHARED DISPOSITIVE POWER		
		- 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	S REPRESENTED BY AMOUNT IN ROW (11)		
	4.7%			
14	TYPE OF REPORTIN	NG PERSON		
	PN			
	111			

1	NAME OF REPORT	TING PERSON		
-				
		tal Co-Invest V, LP		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) $\boxtimes$ (b) $\Box$			
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUNE	95		
	WC			
5	CHECK BOX IF DI 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR I	PLACE 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		
	9	SOLE DISPOSITIVE POWER		
		2,703,611		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,703,611			
12	CHECK BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	= 10/			
14	5.1% TYPE OF REPORT	NC DEDSON		
14	I I FE OF KEPURI			
	PN			

1	NAME OF REPORT	ING PERSON		
	Engaged Capit	al Co-Invest V-A, LP		
2	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) $\boxtimes$ (b) $\Box$		
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUND	5		
5		WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
NUMBER OF	DELAWARE 7	SOLE VOTING POWER		
SHARES	,			
BENEFICIALLY		3,390,148		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
	10	3,390,148 SHARED DISPOSITIVE POWER		
	10			
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	3,390,148			
12		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
14	6.4% TYPE OF REPORTIN	NC DEDCON		
14	I I PE OF REPORTIN	NG FEROUN		
	PN			

1	NAME OF REPORT	ING PERSON		
	Engaged Capit	al Flagship Fund, LP		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ⊠   (b) □			
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	00			
5	CHECK BOX IF DIS 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
NUMBER OF	DELAWARE 7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING FOWER		
BENEFICIALLY		2,519,969		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		2 510 000		
	10	2,519,969 SHARED DISPOSITIVE POWER		
	10			
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,519,969			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	4 70/			
14	4.7% TYPE OF REPORTIN	NG PERSON		
	PN			

1	NAME OF REPOR	FING PERSON		
	Engaged Capi	tal Flagship Fund, Ltd.		
2	CHECK THE APPE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\square$		
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUNI	DS		
	00			
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		
	CANALANI IC			
NUMBER OF	CAYMAN IS	SOLE VOTING POWER		
SHARES	,			
BENEFICIALLY		2,519,969		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		2 510 000		
	10	2,519,969 SHARED DISPOSITIVE POWER		
	10			
		- 0 -		
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,519,969			
12		IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
14	4.7% TYPE OF REPORT	INC DEDSON		
14	I I FE OF KEPUKI			
	CO			

1	NAME OF REPORT	ING PERSON	
L L	TAME OF REFORT		
	Engaged Capit	al, LLC	
2		OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗵
			(b) 🗆
3	SEC USE ONLY		
5	SEC USE UNLY		
4	SOURCE OF FUND	NS	
	00		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
5	2(e)		
		PLACE OF ORGANIZATION	
6	CITIZENSHIP OR F	LACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES		0.000 000	
BENEFICIALLY OWNED BY	8	8,983,609 SHARED VOTING POWER	
EACH	0		
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		8,983,609	
	10	SHARED DISPOSITIVE POWER	
11	AGGREGATE AMC	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	8,983,609		
12		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
15	TERCENT OF CEA		
	16.9%		
14	TYPE OF REPORTI	NG PERSON	
	00		
	00		

1	NAME OF REPORT	ING PERSON	
		al Holdings, LLC DPRIATE BOX IF A MEMBER OF A GROUP	
2	CHECK THE APPRO	JPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □
			(0) [
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	00		
5	OO CHECK BOX IE DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
5	2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
-			
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY		8,983,609	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		8,983,609	
	10	SHARED DISPOSITIVE POWER	
	-		
11		- 0 - UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AUGREGALE AMO	ONT DEMERCIALET OWNED DT EACH REFORTING FERSON	
	8,983,609		_
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	16.9%		
14	TYPE OF REPORTIN	NG PERSON	
	00		

1	NAME OF REPOR	RTING PERSON	
	Clopp 147 147		
2	Glenn W. We	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗵
2	CHECK THE ATT	KOLMATE DOVIE A MEMBER OF A GROOT	(a) ⊡ (b) □
3	SEC USE ONLY		
4	SOURCE OF FUN	DS	
	00		
5		DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
	2(e)		
6	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		8,983,609	
OWNED BY	8	SHARED VOTING POWER	_
EACH			
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
	5		
	10	8,983,609 SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	8,983,609		
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
	16.9%		
14	TYPE OF REPORT	TING PERSON	
	IN		

1	NAME OF REPOR	TING PERSON	
	Jeffrey J. Bro	WD	
2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗵
			(b) 🗆
3	SEC USE ONLY		
4	SOURCE OF FUN	DS	
5	CHECK BOX IF D 2(e)	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
	2(8)		
6	CITIZENSHIP OR	PLACE OF ORGANIZATION	
Ŭ			
	USA 7		
NUMBER OF SHARES	/	SOLE VOTING POWER	
BENEFICIALLY		- 0 -	
OWNED BY	8	SHARED VOTING POWER	
EACH			
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		- 0 -	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	- 0 -		
12		HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)	
	0%		
14	TYPE OF REPORT	'ING PERSON	
	IN		
	111		

1	NAME OF REPORT	ING PERSON		
	Mitchell E. Fac	lel		
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) $\boxtimes$ (b) $\Box$		
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUND	S		
5	CHECK BOX IF DIS 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY				
OWNED BY	8	- 0 - SHARED VOTING POWER		
EACH				
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER		
	5			
	10	- 0 - SHARED DISPOSITIVE POWER		
	10	SHARED DISPOSITIVE POWER		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	- 0 -			
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	0%			
14	TYPE OF REPORTIN	NG PERSON		
	IN			
<u> </u>	111			

1	NAME OF REPOR	TING PERSON		
	Christopher E	3. Hetrick		
2	CHECK THE APPI	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$		
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUNI	DS		
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	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		- 0 -		
OWNED BY	8	SHARED VOTING POWER	_	
EACH REPORTING				
PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER		
	_			
	10	- 0 - SHARED DISPOSITIVE POWER		
	10			
11	ACCDECATE AND	- 0 - OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGALE AM	OUNT DENEFICIALLI OWNED DI EACH KEPOKIING PERSON		
	- 0 -			
12	CHECK BOX IF TI	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)		
	0%			
14	TYPE OF REPORT	ING PERSON		
	IN			
<u> </u>	111			

1	NAME OF REPOR	TING PERSON	
	Carol A. McF	ate	
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) 🗵
3	SEC USE ONLY		
4	SOURCE OF FUNI	05	
5	CHECK BOX IF D	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
_	2(e)		
6	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	USA		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		- 0 -	
OWNED BY	8	SHARED VOTING POWER	
EACH REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
		- 0 -	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	- 0 -		
12		HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0%		
14	TYPE OF REPORT	ING PERSON	
	IN		

#### CUSIP NO. 76009N100

The following constitutes Amendment No. 6 to the Schedule 13D filed by the undersigned ("Amendment No. 6"). This Amendment No. 6 amends the Schedule 13D as specifically set forth herein.

#### Item 2. <u>Identity and Background</u>.

Item 2 is hereby amended to add the following:

In connection with Engaged Capital Flagship Master's withdrawal of Carol A. McFate as a nominee for election at the Issuer's 2017 annual meeting of stockholders (the "Annual Meeting"), Ms. McFate shall cease to be a party to that certain Joint Filing and Solicitation Agreement as described in Amendment No. 2 to the Schedule 13D and shall cease to be a Reporting Person immediately upon the filing of this Amendment No. 6 to the Schedule 13D.

#### Item 4. <u>Purpose of Transaction</u>.

Item 4 is hereby amended to add the following:

On April 20, 2017, Engaged Capital Flagship Master withdrew its nomination of Carol A. McFate for election as a director at the Annual Meeting. Engaged Capital Flagship Master intends to file a definitive proxy statement with the Securities and Exchange Commission to solicit proxies to elect its nominees, Jeffrey J. Brown, Mitchell E. Fadel and Christopher B. Hetrick, to the Issuer's Board of Directors at the Annual Meeting.

#### **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: April 20, 2017

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/ Glen	ın W. Welling
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0		0
	Name:	Glenn W. Welling
	Title:	Director

Engaged Capital, LLC

By: /s/ Glenn W. Welling

Name:Glenn W. WellingTitle: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 Individually and as attorney-in-fact for Jeffrey J. Brown, Mitchell E. Fadel, Christopher B. Hetrick and Carol A. McFate