

ROLLINS INC
Form 4
January 18, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROLLINS GARY W

(Last) (First) (Middle)

2170 PIEDMONT ROAD NE

(Street)

ATLANTA, GA 30324

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROLLINS INC [ROL]

3. Date of Earliest Transaction
(Month/Day/Year)
12/10/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|-------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Rollins, Inc. Common Stock \$1 Par Value | 12/10/2007 | | J ⁽¹⁾ | V | 619,698 | A | \$ 0 <u>(1)</u> <u>(2)</u> 1,856,003 | D | |
| Rollins, Inc. Common Stock \$1 Par Value | 12/10/2007 | | J ⁽¹⁾ | V | 696,037 | A | \$ 0 <u>(1)</u> <u>(3)</u> 2,088,111 | I | Co-Trustee of Charitable Foundation |
| Rollins, Inc. | 12/10/2007 | | J ⁽¹⁾ | V | 15,923,457 | A | \$ 0 <u>(1)</u> <u>(3)</u> 47,770,372 | I | RFPS Management |

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| | | | | | | | | | |
|--|------------|------------------|---|---------|---|--------------------|-------------------------|---|---|
| Common Stock \$1 Par Value | | | | | | | | | Company I, LP |
| Rollins, Inc. Common Stock \$1 Par Value | 12/10/2007 | J ⁽¹⁾ | V | 81,524 | A | \$ 0 <u>(1)</u> | 244,573 ⁽³⁾ | I | By Spouse |
| Rollins, Inc. Common Stock \$1 Par Value | 12/28/2007 | G | V | 362,711 | D | \$ 0 | 1,493,292 <u>(2)</u> | D | |
| Rollins, Inc. Common Stock \$1 Par Value | 12/28/2007 | G | V | 1,186 | A | \$ 0 | 245,759 ⁽³⁾ | I | By Spouse |
| Rollins, Inc. Common Stock \$1 Par Value | 12/28/2007 | G | V | 346,107 | A | \$ 0 | 2,434,218 <u>(3)</u> | I | Co-Trustee of Charitable Foundation |

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

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 control number.

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROLLINS GARY W 2170 PIEDMONT ROAD NE ATLANTA, GA 30324 | X | X | President and CEO | |

Signatures

Glenn P. Grove, Jr., as Attorney-in-Fact for Gary W.
Rollins

01/18/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Reflects the stock split received as dividend pursuant to the three-for-two stock split of record November 10, 2007, payable December 12, 2007.
- (2) Includes 56,621 401(k) shares, 1891 Purchase Plan shares, and 108,750 shares of restricted stock.
- (3) Gary W. Rollins disclaims for the purpose of Section 16 of the Securities and Exchange Act of 1934 the beneficial ownership of these shares, except to the extent of any pecuniary interest therein, and this report is not an admission of such beneficial ownership.

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

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