

ROLLINS INC  
Form 4  
May 08, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
KNOTTEK MICHAEL W

(Last) (First) (Middle)  
2170 PIEDMONT RD  
(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)  
05/04/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Sr. Vice President and Sec.

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 | 05/04/2006                           |  | M                              |   | 3,171 A \$ 8,5111   | 89,725 (1)   | D   |
| Rollins, Inc. Common Stock \$1 Par Value | 05/04/2006                           |  | F                              |   | 1,349 D \$ 20   | 88,376 (1)   | D   |
| Rollins, Inc.                            | 05/04/2006                           |  | M                              |   | 5,829 A \$ 8,5111   | 94,205 (1)   | D   |

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|  |            |   |       |   |              |                       |   |  |
|--|------------|---|-------|---|--------------|-----------------------|---|--|
| Common<br>Stock \$1<br>Par Value                     |            |   |       |   |              |                       |   |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | F | 2,481 | D | \$ 20        | 91,724 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | F | 1,086 | D | \$ 20        | 90,638 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | M | 9,000 | A | \$<br>8.1111 | 99,638 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | F | 3,650 | D | \$ 20        | 95,988 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | S | 1,000 | D | \$ 19.87     | 94,988 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | S | 1,000 | D | \$ 19.88     | 93,988 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | S | 2,000 | D | \$ 19.9      | 91,988 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common<br>Stock \$1<br>Par Value | 05/04/2006 | S | 1,000 | D | \$ 19.93     | 90,988 <sup>(1)</sup> | D |  |
| Rollins,<br>Inc.<br>Common                           | 05/04/2006 | S | 1,000 | D | \$ 19.95     | 89,988 <sup>(1)</sup> | D |  |

Stock \$1  
Par Value

Rollins,  
Inc.

Common 05/05/2006 S 2,850 D \$ 20.01 87,138 <sup>(1)</sup> D

Stock \$1  
Par Value

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

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Incentive Stock Options (Right to Buy)     | \$ 8.5111  | 05/04/2006                           |  | M                              | 3,171   | <sup>(2)</sup> 01/22/2012                                | Common Stock  | 3,171                         |
| Incentive Stock Options (Right to Buy)     | \$ 8.5111  | 05/04/2006                           |  | M                              | 5,829   | <sup>(2)</sup> 01/22/2012                                | Common Stock  | 5,829                         |
| Incentive Stock Options (Right to Buy)     | \$ 8.1111  | 05/04/2006                           |  | M                              | 9,000   | <sup>(3)</sup> 01/23/2011                                | Common Stock  | 9,000                         |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| KNOTTEK MICHAEL W<br>2170 PIEDMONT RD<br>ATLANTA, GA 30324 |               |           | Sr. Vice President and Sec. |       |

## Signatures

Michael W.  
Knottek

05/08/2006

\_\_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) This number includes 12,000 restricted shares that vest 20% per year beginning in 2007, 10,000 restricted shares that vest 20% per year beginning in 2008 and 2,955 shares of Rollins, Inc. common stock under Rollins, Inc. 401(k) plan.
- (2) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/22/2003) from the date of grant.
- (3) The awards vest over a five (5) year period (1/5 vesting each year beginning 1/23/02) from the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.