

EVANS K TODD  
Form 5  
February 11, 2013

**FORM 5**

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**EVANS K TODD**  
  
(Last) (First) (Middle)  
  
**309 E. PACES FERRY ROAD, N.E.**  
  
(Street)

2. Issuer Name and Ticker or Trading Symbol  
**AARON'S INC [AAN]**  
  
3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2012**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Vice President - Franchise**

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

**ATLANTA, GA 30305-**

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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)        | 7. Nature of Ownership (Instr. 4) |
| Common Stock   | ^                                    | ^  | ^                              | ^   | ^          | ^     | 257.577  | I   | By: 401(k) Plan                   |
| Common Stock   | ^                                    | ^  | ^                              | ^   | ^          | ^     | 6,331  | <u>D</u> <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u> | ^                                 |

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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 |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|-------------------------------|----------------------------|
|  |  |                                      |  |                                | (A)   | (D)  | Date Exercisable | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Options (Right to Buy)               | \$ 14.98   | Â                                    | Â  | Â                              | Â   | Â  | 05/16/2008       | 05/16/2015  | Common Stock                  | 2,400                      |
| Stock Options (Right to Buy)               | \$ 16.6267   | Â                                    | Â  | Â                              | Â   | Â  | 08/15/2008       | 08/15/2015  | Common Stock                  | 2,880                      |
| Stock Options (Right to Buy)               | \$ 14.0933   | Â                                    | Â  | Â                              | Â   | Â  | 11/13/2010       | 11/13/2017  | Common Stock                  | 11,250                     |
| Stock Options (Right to Buy)               | \$ 14.1067   | Â                                    | Â  | Â                              | Â   | Â  | 10/16/2011       | 10/16/2018  | Common Stock                  | 3,750                      |
| Stock Options (Right to Buy)               | \$ 14.1067   | Â                                    | Â  | Â                              | Â   | Â  | 10/16/2012       | 10/16/2018  | Common Stock                  | 3,750                      |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |         |                              |
|---|---------------|-----------|---------|------------------------------|
|   | Director      | 10% Owner | Officer | Other                        |
| EVANS K TODD<br>309 E. PACES FERRY ROAD, N.E.<br>ATLANTA, GA 30305- | Â             | Â         | Â       | Â Vice President - Franchise |

## Signatures

s/ Robert Sinclair, by Power of Attorney for Kenneth T. Evans

02/08/2013

\*\*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) 581 shares pertain to restricted stock units granted on January 11, 2012.

(2) 582 shares pertain to restricted stock units granted March 19, 2012.

(3) 847 shares pertain to restricted stock units granted July 10, 2012.

(4) 679 shares pertain to restricted stock units granted August 7, 2012.

(5) 666 shares pertain to restricted stock units granted November 6, 2012

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