

AARON'S INC
Form 5
February 15, 2013

FORM 5

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

OMB APPROVAL

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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 *
DANIELSON GILBERT L

(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

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)
Executive VP, CFO

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

| 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 12/20/2012 | Â | G | 30 A \$ 0 | 193,851 | D (1) (2) | Â |
| Common Stock | 12/21/2012 | Â | G ⁽³⁾ | 9,199 A \$ 0 | 9,199 | I | Family Limited Partnership |
| Common Stock | 12/21/2012 | Â | G ⁽³⁾ | 9,199 D \$ 0 | 184,652 | D (1) (2) | Â |
| Common Stock | 12/21/2012 | Â | G ⁽³⁾ | 34,607 D \$ 0 | 150,045 | D (1) (2) | Â |

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| | | | | | | | | | |
|--------------|------------|---|------------------|--------|---|------|-----------------------|---|----------------------------|
| Common Stock | 12/21/2012 | Â | G ⁽³⁾ | 34,607 | A | \$ 0 | 43,806 | I | Family Limited Partnership |
| Common Stock | 12/21/2012 | Â | G ⁽⁴⁾ | 43,638 | D | \$ 0 | 168 | I | Family Limited Partnership |
| Common Stock | 12/21/2012 | Â | G ⁽⁴⁾ | 43,638 | A | \$ 0 | 43,806 ⁽⁵⁾ | I | Family Limited Partnership |
| Common Stock | Â | Â | Â | Â | Â | Â | 2,362 | I | By: Spouse |

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.

SEC 2270
(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. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DANIELSON GILBERT L 309 E. PACES FERRY ROAD, N.E. ATLANTA, GA 30305- | Â X | Â | Â Executive VP, CFO | Â |

Signatures

/s/ Robert Sinclair, by Power of Attorney for Gilbert Danielson

02/15/2013

__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) 75,000 shares pertain to restricted stock units of Common Stock granted on February 23, 2010.

(2) 75,000 shares pertain to restricted stock units of Common Stock granted on February 22, 2011.

The reported transactions reflect the establishment of a family limited partnership. The reporting person first gifted 9,199 shares of
(3) Common Stock to the reporting person's spouse. The reporting person and his spouse then contributed a total of 43,806 shares of Common Stock to the family limited partnership in exchange for all partnership interests.

(4) The reported transaction reflects the gift by the reporting person and his spouse of all of the limited partnership interests of the partnership (constituting 99% of the total partnership interests) to trusts established for the benefit of the reporting person's children.

The total reflects all shares held by the partnership as indirectly beneficially owned by the reporting person; the reporting person
(5) nevertheless disclaims beneficial ownership of the shares of Common Stock held by the partnership, except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.