

BARRETT BUSINESS SERVICES INC

Form 4

July 06, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
VAUGHN GREGORY R

2. Issuer Name **and** Ticker or Trading  
Symbol  
BARRETT BUSINESS SERVICES  
INC [BBSI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

8100 NE PARKWAY  
DRIVE, SUITE 200

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/01/2016

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP & COO-Corporate Operations

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

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

VANCOUVER, WA 98662

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	07/01/2016		M		2,500	A \$ 0	49,684 D
Common Stock	07/01/2016		F		684	D \$ 39.8	49,000 D
Common Stock	07/01/2016		M		2,500	A \$ 0	51,500 D
Common Stock	07/01/2016		F		684	D \$ 39.8	50,816 D
Common Stock	07/01/2016		M		2,500	A \$ 0	53,316 D

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Common Stock	07/01/2016	F	684	D	\$ 39.8	52,632	D
Common Stock	07/05/2016	M	2,500	A	\$ 0	55,132	D
Common Stock	07/05/2016	F	684	D	\$ 39.25	54,448	D

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

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SEC 1474  
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	07/01/2016		A	15,000	<u>(2)</u> <u>(2)</u>	Common Stock 15,000
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	2,500	<u>(3)</u> <u>(3)</u>	Common Stock 2,500
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	2,500	<u>(4)</u> <u>(4)</u>	Common Stock 2,500
Restricted Stock Units	<u>(1)</u>	07/01/2016		M	2,500	<u>(5)</u> <u>(5)</u>	Common Stock 2,500
Restricted Stock Units	<u>(1)</u>	07/05/2016		M	2,500	<u>(6)</u> <u>(6)</u>	Common Stock 2,500

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

VAUGHN GREGORY R  
8100 NE PARKWAY DRIVE  
SUITE 200  
VANCOUVER, WA 98662

VP &  
COO-Corporate  
Operations

## Signatures

/s/ Gregory R.  
Vaughn

07/06/2016

\_\_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) Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) The Restricted Stock Units vest in four equal annual installments beginning July 1, 2017, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- (3) The Restricted Stock Units vest in four equal annual installments beginning July 1, 2016, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- (4) The Restricted Stock Units vest in four equal annual installments beginning July 1, 2015, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- (5) The Restricted Stock Units vest in four equal annual installments beginning July 1, 2014, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- (6) The Restricted Stock Units vested in four equal annual installments beginning July 2, 2013.

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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