

BARRETT BUSINESS SERVICES INC

Form 4

July 31, 2013

FORM 4UNITED 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER JAMES D

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2013

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP-Finance, Treas. & Sec.

(Street)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	07/29/2013		M		10,000	A \$ 11.965	20,500	D	
Common Stock	07/29/2013		M		6,293	A \$ 11.08	26,793	D	
Common Stock	07/29/2013		S		16,293	D \$ 68.4 (1)	10,500	D	
Common Stock	07/30/2013		M		3,707	A \$ 11.08	14,207	D	
Common Stock	07/30/2013		M		7,500	A \$ 13.38	21,707	D	

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Common Stock	07/30/2013	M	7,800	A	\$ 17.495	29,507	D
Common Stock	07/30/2013	S	19,007	D	\$ 67.54 (2)	10,500	D

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 11.965	07/29/2013		M	10,000	06/30/2009 ⁽³⁾	06/30/2018	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 11.08	07/29/2013		M	6,293	01/16/2010 ⁽⁴⁾	01/16/2019	Common Stock	6,293
Employee Stock Option (Right to Buy)	\$ 11.08	07/30/2013		M	3,707	01/16/2010 ⁽⁴⁾	01/16/2019	Common Stock	3,707
Employee Stock Option (Right to Buy)	\$ 13.38	07/30/2013		M	7,500	03/04/2011 ⁽⁵⁾	03/04/2020	Common Stock	7,500
Employee Stock Option	\$ 17.495	07/30/2013		M	7,800	07/12/2005	07/12/2015	Common Stock	7,800

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JAMES D 8100 NE PARKWAY DRIVE, SUITE 200 VANCOUVER, WA 98662			VP-Finance, Treas. & Sec.	

/s/ James D.
Miller

07/31/2013

****Signature of** _____ **Date** _____
Reporting Person

- * 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) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.00 to \$68.96 inclusive. The reporting person will provide to the Issuer, any shareholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2).
- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.24 to \$68.10 inclusive.
- (3) Became exercisable in four equal annual installments beginning June 30, 2009.
- (4) Became exercisable in four equal annual installments beginning January 16, 2010.
- (5) Becomes exercisable in four equal annual installments beginning March 4, 2011.

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.