

Blotz Gerald
Form 4
July 03, 2018

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 *
Blotz Gerald

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)

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

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)

8100 N.E. PARKWAY DRIVE,
SUITE 200

07/01/2018

VP & COO - Field Operations

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | 07/01/2018 | | M | | 2,127 A \$ 0 | 16,759 | D |
| Common Stock | 07/01/2018 | | M | | 3,750 A \$ 0 | 20,509 | D |
| Common Stock | 07/01/2018 | | M | | 2,500 A \$ 0 | 23,009 | D |
| Common Stock | 07/01/2018 | | M | | 2,500 A \$ 0 | 25,509 | D |
| Common Stock | 07/02/2018 | | F | | 1,055 D \$ 96.05 | 24,454 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 07/02/2018 | F | 1,860 | D | \$ 96.05 | 22,594 | D |
| Common Stock | 07/02/2018 | F | 1,240 | D | \$ 96.05 | 21,354 | D |
| Common Stock | 07/02/2018 | F | 1,240 | D | \$ 96.05 | 20,114 | 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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Restricted Stock Units | (1) | 07/01/2018 | | A | 45 | (2) | (2) | Common Stock | 45 |
| Restricted Stock Units | (1) | 07/01/2018 | | A | 5,048 | (3) | (3) | Common Stock | 5,048 |
| Restricted Stock Units | (1) | 07/01/2018 | | M | 2,127 | (4) | (4) | Common Stock | 2,127 |
| Restricted Stock Units | (1) | 07/01/2018 | | M | 3,750 | (5) | (5) | Common Stock | 3,750 |
| Restricted Stock Units | (1) | 07/01/2018 | | M | 2,500 | (6) | (6) | Common Stock | 2,500 |
| Restricted Stock Units | (1) | 07/01/2018 | | M | 2,500 | (7) | (7) | Common Stock | 2,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Blotz Gerald 8100 N.E. PARKWAY DRIVE, SUITE 200 VANCOUVER, WA 98662 | | | VP & COO - Field Operations | |

Signatures

/s/ Anthony Harris, as
attorney-in-fact

07/03/2018

__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 one installment July 1, 2023, 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, 2019, 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, 2018, 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, 2017, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- (6) 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.
- (7) 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.

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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