

VAUGHN GREGORY R
 Form 4
 November 20, 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 *
 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)
 ___ Director ___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)
 VP & COO-Corporate Operations

(Last) (First) (Middle)
 8100 NE PARKWAY DRIVE,
 SUITE 200
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/16/2018

VANCOUVER, WA 98662

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

(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	11/16/2018		M			336	A	\$ 29.99	85,461	D	
Common Stock	11/16/2018		S			219	D	\$ 71.3582 (1)	85,242	D	
Common Stock	11/16/2018		M			12,482	A	\$ 16.53	97,724	D	
Common Stock	11/16/2018		S			6,669	D	\$ 71.3582 (1)	91,055	D	

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Common Stock	11/19/2018	M	922	A	\$ 29.99	91,977	D
Common Stock	11/19/2018	S	600	D	\$ 71	91,377	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 29.99	11/16/2018		M	336	<u>(2)</u> 02/02/2025	Common Stock	336	
Employee Stock Options (Right to Buy)	\$ 16.53	11/16/2018		M	12,482	<u>(3)</u> 04/06/2021	Common Stock	12,482	
Employee Stock Options (Right to Buy)	\$ 29.99	11/19/2018		M	922	<u>(2)</u> 02/02/2025	Common Stock	922	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAUGHN GREGORY R 8100 NE PARKWAY DRIVE, SUITE 200			VP & COO-Corporate Operations	

VANCOUVER, WA 98662

Signatures

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

11/20/2018

__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).

This transaction was executed in multiple trades at prices ranging from \$71.00 to \$71.885. The price reported above reflects the weighted

(1) average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) Became exercisable in four equal annual installments beginning February 02, 2016.

(3) Became exercisable in eight equal annual installments beginning April 06, 2012.

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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