

Elich Michael L
 Form 4
 May 02, 2013

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 *
 Elich Michael L

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)
 04/30/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

VANCOUVER, WA 98662

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

(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)
				(A) or (D)	Price		
Common Stock	04/30/2013		M	3,873	A \$ 9.27	46,248	D
Common Stock	04/30/2013		M	20,000	A \$ 11.08	66,248	D
Common Stock	04/30/2013		M	1,260	A \$ 15.2	67,508	D
Common Stock	04/30/2013		S	23,843	D \$ 53.32	43,665	D
	04/30/2013		S	1,290	D (1)	42,375	D

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Common Stock						\$ 54.07 (2)		
Common Stock	05/01/2013		M	10,776	A	\$ 15.2	53,151	D
Common Stock	05/01/2013		S	10,776	D	\$ 52.5	42,375	D
Common Stock	05/02/2013		M	12,964	A	\$ 15.2	55,339	D
Common Stock	05/02/2013		S	12,964	D	\$ 52.22 (3)	42,375	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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.27	04/30/2013		M	3,873	03/04/2005 ⁽⁴⁾ 03/04/2014	Common Stock 3,873
Employee Stock Option (Right to Buy)	\$ 11.08	04/30/2013		M	20,000	01/16/2010 ⁽⁵⁾ 01/16/2019	Common Stock 20,000
Employee Stock Option (Right to Buy)	\$ 15.2	04/30/2013		M	1,260	07/01/2005 07/01/2015	Common Stock 1,260

Buy)

Employee
Stock

Option (Right to Buy)	\$ 15.2	05/01/2013	M	10,776	07/01/2005	07/01/2015	Common Stock	10,7
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Employee
Stock

Option (Right to Buy)	\$ 15.2	05/02/2013	M	12,934	07/01/2005	07/01/2015	Common Stock	12,9
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elich Michael L 8100 NE PARKWAY DRIVE SUITE 200 VANCOUVER, WA 98662	X		President and CEO	

Signatures

/s/ James D. Miller, as
attorney-in-fact

05/02/2013

__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).

- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.95 to \$53.64 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), (2) and (3).
- (1) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$54.00 to \$54.19 inclusive.
 - (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.14 to \$52.29 inclusive.
 - (3) One-fourth became exercisable on March 4, 2005 and the remaining options became exercisable on December 30, 2005.
 - (4) Became exercisable in four equal annual installments beginning January 16, 2010.

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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