

ON ASSIGNMENT INC
Form 4
December 02, 2015

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 *
DAMERIS PETER T

(Last) (First) (Middle)

ON ASSIGNMENT, INC., 26745
MALIBU HILLS ROAD

(Street)

CALABASAS, CA 91301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ON ASSIGNMENT INC [ASGN]

3. Date of Earliest Transaction
(Month/Day/Year)
11/30/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	11/30/2015		M		70,000	A	\$ 11.39
							469,868
Common Stock	11/30/2015		S		70,000	D	\$ 46.8557
							399,868
Common Stock	11/30/2015		F		17,082	D	\$ 46.68
							382,786
Common Stock	12/01/2015		M		67,500	A	\$ 11.39
							450,286
Common Stock	12/01/2015		S		67,500	D	\$ 46.9114
							382,786

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					(2)		
Common Stock	12/01/2015		M	2,500	A	\$ 11.75	385,286 D
Common Stock	12/01/2015		S	2,500	D	\$ 46.9114	382,786 D
Common Stock	12/01/2015		F	16,754	D	\$ 47.64	366,032 D
Common Stock	12/01/2015		M	67,500	A	\$ 11.39	433,532 D
Common Stock	12/01/2015		M	2,500	A	\$ 11.75	436,032 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
Non-Qualified Stock Option (right to buy)	\$ 11.39	11/30/2015		M	70,000	(3) 12/14/2016	Common Stock 70,000
Non-Qualified Stock Option (right to buy)	\$ 11.39	12/01/2015		M	67,500	(3) 12/14/2016	Common Stock 67,500
Non-Qualified Stock Option (right to buy)	\$ 11.75	12/01/2015		M	2,500	(4) 01/02/2017	Common Stock 2,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

DAMERIS PETER T
ON ASSIGNMENT, INC. X President & CEO
26745 MALIBU HILLS ROAD
CALABASAS, CA 91301

Signatures

By: James L. Brill, CAO For: For: Peter T.
Dameris 12/02/2015

__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) The \$46.85572 share price is a weighted average of numerous open market trades made at prices ranging from \$46.64 to \$47.41.
- (2) The \$46.9114 share price is a weighted average of numerous open market trades made at prices ranging from \$46.55 to \$47.64.
- (3) Option Grant Vesting Schedule : 11% on 12/31/06; 1.83% monthly in 2007; 2.83% monthly in 2008; 1.83% monthly in 2009; .92% monthly in 2010. All vestings shall occur on the last day of the month.
- (4) Option Grant Vesting Schedule : 11% on 1/2/07; 1.83% monthly in 2007; 2.83% monthly in 2008; 1.83% monthly in 2009; .92% monthly in 2010. All vestings shall occur on the last day of the month.

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.