

YOUNG AUSTIN P  
Form 4  
November 09, 2012

**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 \*  
YOUNG AUSTIN P

2. Issuer Name and Ticker or Trading Symbol  
INSPERITY, INC. [NSP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
19001 CRESCENT SPRINGS  
DRIVE

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/07/2012

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

(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

KINGWOOD, TX 77339

(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	11/07/2012		M	4,600 A \$ 4.7	25,216	D	
Common Stock	11/07/2012		S	4,600 D \$ 28.11 (1) (2)	20,616	D	
Common Stock	11/08/2012		M	500 A \$ 4.7	21,116	D	
Common Stock	11/08/2012		S	500 D \$ 28.33 (2) (4)	20,616	D	

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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)	8. Amount or Number of Shares
Director Stock Option	\$ 4.7	11/07/2012		M	4,600	<sup>(3)</sup> 01/28/2013	Common Stock	4,600
Director Stock Option	\$ 4.7	11/08/2012		M	500	<sup>(3)</sup> 01/28/2013	Common Stock	500

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

YOUNG AUSTIN P  
19001 CRESCENT SPRINGS DRIVE  
KINGWOOD, TX 77339

X

## Signatures

Daniel D. Herink,, by power of attorney

11/09/2012

\*\*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) Weighted average price. Actual prices ranged from \$27.73 to \$28.40.

(2) Full information regarding the number of shares sold at each separate price will be provided upon request to the SEC's staff, Insperty, Inc. or its stockholders.

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- (3) The options were scheduled to become exercisable in three equal annual installments beginning on January 28, 2004; however, on February 18, 2005, the board of directors accelerated the vesting of all unvested outstanding options.
- (4) Weighted average price. Actual prices ranged from \$28.17 to \$28.43.

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.