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HALF ROBERT INTERNATIONAL INC /DE/

Form 4 May 08, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB

Number:

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Expires:

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and MESSME.	2. Issuer Name and Ticker or Trading Symbol HALF ROBERT INTERNATIONAL INC /DE/ [RHI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
			3. Date of Earliest Transaction (Month/Day/Year) 05/07/2007					X Director 10% Owner Specify below) below) Chairman & CEO				
Filed				Filed(Month/Day/Year)				5. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
MENLO PARK, CA 94025							Pe	Person				
(City)	(State)	(Zip)		ble I - Non			-	ed, Disposed of, o	·			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr. 8)	orDisposed o (Instr. 3, 4	f (D) and 5) (A) or		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)		
Common Stock	05/07/2007			Code V M	Amount 383,396	(D)	Price \$ 20.9375	1,777,127	D			
Common Stock	05/07/2007			M	282,066	A	\$ 12.3438	2,059,193	D			
Common Stock	05/07/2007			F	489,728	D	\$ 34.31	1,569,465	D			
Common Stock								450,000	I	By GRATs		

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. Transactio Code (Instr. 8)	5. Number of or 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Option Right to Buy	\$ 20.9375	05/07/2007		M		383,396	12/31/2002	01/05/2009	Common stock	383,390
Option Right to Buy	\$ 12.3438	05/07/2007		M		282,066	07/20/2003	07/20/2009	Common stock	282,06

Reporting Owners

Reporting Owner Name / Address	Relationships							
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other				
MESSMER HAROLD M JR 2884 SAND HILL ROAD MENLO PARK, CA 94025	X		Chairman & CEO					

Signatures

/s/ Harold M. 05/08/2007 Messmer, Jr. 05/08/2007

**Signature of Reporting
Person

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).

These shares are held by ten separate GRATs the beneficiaries of which are the Reporting Person's family members and with respect to which the Reporting Person is a trustee. Prior to contribution to the trusts, these shares were reported as being directly held by Reporting Person.

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.

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