FORM 4

### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROV | Δ | V | O) | R | Р | Р | Α | ΛB | ЛC | ( |
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| hours per response:      | 0.5       |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|                         |  |          | . ,   |   |   |         |                       |  |  |
|-------------------------|--|----------|---|---|---|---------|-----------------------|--|--|
| 1. Name and Address     |  |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol BARRETT BUSINESS SERVICES INC [ BBSI ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |         |                       |  |  |
| SHERERTZ WILLIAM W      |  |          | [   | X   | Director  | X       | 10% Owner             |  |  |
| (Lost) (First) (Middle) |  | (Middle) |   | X   | Officer (give title below)                        |         | Other (specify below) |  |  |
| l ` ′                   | (Last) (First) (Middle) 4724 SW MACADAM AVENUE |          | 3. Date of Earliest Transaction (Month/Day/Year) 03/04/2004                               | President and CEO   |   |         |                       |  |  |
| (Street) PORTLAND       | OR   | 97239    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                  | 6. Indivi   | dual or Joint/Group Filir<br>Form filed by One Re | porting | Person                |  |  |
| (City)                  | (State)  | (Zip)    |   |   | Form filed by More th                             | an One  | Reporting Person      |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | te, Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |               |       | Securities | Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---------------------------------|---|---|---------------|-------|------------|---|---|
|                                 |  | Code                            | v | Amount  | (A) or<br>(D) | Price | 3 and 4)   |   | (11150.4)   |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security (Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction Derivative Code (Instr. Securities |   | Derivative<br>Securities<br>Acquired (A) or<br>Disposed of<br>(D) (Instr. 3, 4 |     | ate                 | 7. Title and Am<br>Securities Und<br>Derivative Sec<br>3 and 4) | erlying         | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|--|---|--|---|--|---|--|-----|---------------------|---|-----------------|---|--|--|--|--|
|  |   |  |   | Code   | v | (A)  | (D) | Date<br>Exercisable | Expiration<br>Date  | Title           | Amount<br>or<br>Number of<br>Shares                 |  | (Instr. 4)   |  |  |
| Employee Stock<br>Option                         | \$13.91   | 03/04/2004                                 |   | A  |   | 18,440   |     | (1)                 | 03/04/2014  | Common<br>Stock | 18,440  | \$0  | 18,440   | D  |  |

#### Explanation of Responses:

### Remarks:

, as attorney-in-fact

Michael D. Mulholland 04/14/2004

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>1.</sup> Becomes exercisable in four equal annual installments beginning one year after date of grant.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).