FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

hours per response:

| OMB Number: | 3235-028 |
|--------------------------|----------|
| Estimated average burden | |

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).

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the

| | conditions of Rule | | | | | |
|-----------------------------------|-----------------------------|-------------------|-------------------------------------------------------------------------------------------|-----------|-----------------------------------------------------------------------------------|-----------------------|
| Name and Address Moradi Carla | | | 2. Issuer Name and Ticker or Trading Symbol BARRETT BUSINESS SERVICES INC [BBSI] | | ionship of Reporting Perso all applicable) | , |
| THOTWEL CHILL | - | | | X | Director | 10% Owner |
| (Last) 8100 N.E. PARK | (First) WAY DRIVE, SUITI | (Middle) E 200 | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2024 | | Officer (give title below) | Other (specify below) |
| (Street) VANCOUVER | WA | 98662 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi | dual or Joint/Group Filing (Form filed by One Repo Form filed by More than | rting 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) | Transaction Di Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|-----------------------------|---|----------------------------------------------------------------------|---|------------------|------------------------------------------------------------------------------------------|-------------------------------------------------------------------|-----------------------------------------------------|
| | | | Code | v | Amount (A) or (D) Price | | (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | 07/01/2024 | | M | | 4,584 | A | \$0.00 | 15,768(1) | D | |
| Common Stock | | | | | | | | 40(1) | I | Trust |

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. Transac Code (Ir 8) | | Derivative | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|---------------------------------|---|------------|----------------------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------------|----------------------------------|-----------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Reported Transaction(s) (Instr. 4) | | |
| Restricted Stock Units | (2) | 07/01/2024 | | M | | | 4,584 ⁽¹⁾ | (3) | (3) | Common Stock | 4,584(1) | \$0.00 | 0.00 | D | |
| Restricted Stock Units | (2) | 07/01/2024 | | A | | 3,064 | | (4) | (4) | Common Stock | 3,064 | \$0.00 | 3,064 | D | |

Explanation of Responses:

- 1. Adjusted to reflect a four-for-one forward split of the Issuer's common stock effective on June 21, 2024.
- 2. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's common stock.
- 3. The Restricted Stock Units vest in one equal annual installment beginning July 1, 2024, and will be settled by delivery of unrestricted shares of common stock on the vesting date.
- 4. The Restricted Stock Units vest in one equal annual installment beginning July 1, 2025, and will be settled by delivery of unrestricted shares of common stock on the vesting date

Remarks:

/s/ Anthony Harris, as attorney-infact

** Signature of Reporting Person

07/03/2024

Date

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

- * 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).

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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