

MESSMER HAROLD M JR
Form 4
October 28, 2005

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MESSMER HAROLD M JR

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)

(Last) (First) (Middle)

2884 SAND HILL ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman & CEO

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

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	10/26/2005		M		668,141	A	\$ 9.7292
Common Stock	10/26/2005		S		600	D	\$ 36.63
Common Stock	10/26/2005		S		8,200	D	\$ 36.64
Common Stock	10/26/2005		S		2,300	D	\$ 36.65
Common Stock	10/26/2005		S		1,500	D	\$ 36.66

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Common Stock	10/26/2005	S	800	D	\$ 36.67	1,793,359	D
Common Stock	10/26/2005	S	4,800	D	\$ 36.68	1,788,559	D
Common Stock	10/26/2005	S	1,100	D	\$ 36.69	1,787,459	D
Common Stock	10/26/2005	S	400	D	\$ 36.7	1,787,059	D
Common Stock	10/26/2005	S	600	D	\$ 36.71	1,786,459	D
Common Stock	10/26/2005	S	1,100	D	\$ 36.72	1,785,359	D
Common Stock	10/26/2005	S	1,000	D	\$ 36.73	1,784,359	D
Common Stock	10/26/2005	S	1,600	D	\$ 36.74	1,782,759	D
Common Stock	10/26/2005	S	50,200	D	\$ 36.75	1,732,559	D
Common Stock	10/26/2005	S	6,500	D	\$ 36.76	1,726,059	D
Common Stock	10/26/2005	S	1,900	D	\$ 36.77	1,724,159	D
Common Stock	10/26/2005	S	5,400	D	\$ 36.78	1,718,759	D
Common Stock	10/26/2005	S	4,200	D	\$ 36.79	1,714,559	D
Common Stock	10/26/2005	S	13,100	D	\$ 36.8	1,701,459	D
Common Stock	10/26/2005	S	6,700	D	\$ 36.81	1,694,759	D
Common Stock	10/26/2005	S	5,900	D	\$ 36.82	1,688,859	D
Common Stock	10/26/2005	S	30,900	D	\$ 36.83	1,657,959	D
Common Stock	10/26/2005	S	6,500	D	\$ 36.84	1,651,459	D
Common Stock	10/26/2005	S	7,500	D	\$ 36.85	1,643,959	D
Common Stock	10/26/2005	S	98,900	D	<u>(1)</u>	1,545,059	D
	10/26/2005	F	406,441	D	\$ 36.81	1,138,618	D

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Common
Stock

Common
Stock 47,600 I BY
GRAT ⁽²⁾

Common
Stock 47,600 I BY
GRAT ⁽³⁾

Common
Stock 150,000 I By LP ⁽⁴⁾

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Option (Right to Buy)	\$ 9.7292	10/26/2005		M		668,141		05/01/2001	05/01/2006	Common Stock	668,141

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.
Messmer, Jr. 10/28/2005

__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).

Of the 98,900 shares sold, 9,400 sold at \$36.88, 11,100 sold at \$36.89, 17,900 sold at \$36.90, 9,400 sold at \$36.91, 5,700 sold at \$36.92, (1) 8,300 sold at \$36.93, 3,600 sold at \$36.94, 18,200 sold at \$36.95, 500 sold at \$36.96, 200 sold at \$36.97, 1,000 sold at \$36.98, 6,700 sold at \$36.86 and 6,900 sold at \$36.87.

(2) These shares are held by the Harold M. Messmer, Jr. 2003 Annuity Trust.

(3) These shares are held by the Marcia N. Messmer 2003 Annuity Trust.

These shares are held by 4M Partners L.P., a limited partnership of which the reporting person and his spouse (i) are the sole general partner through a limited liability company which they co-manage and (ii) own 49% of the limited partnership interest. The reporting (4) person disclaims beneficial ownership of the RHI common stock held by 4M Partners except to the extent of his pecuniary interest therein.

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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