## 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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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 of Reporting Person * <u>MCKIBBIN GATES</u>				2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>TrueBlue, Inc.</u> [ TBI ]								(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				vner	
• •	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/05/2010									Officer (g below)	(give title		Other (s below)	pecify	
1015 A STREET P.O. BOX 2910				4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
WA	ç	98402											Form filed by More than One Reporting F			g Person		
(State	;) (.	(Zip)																
	Т	able I - Non	-Derivati	ive S	ecuriti	es Acq	uired, I	Disp	osed of	, or I	Benefi	cially Ow	ned					
······································			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)								nd 5) Securities Beneficially Following I		Form: Dir	ect (D)	7. Nature of Indirect Beneficial Ownership	
								v	Amount		(A) or (D)	Price					(Instr. 4)	
Common Stock				02/05/2010					3,434	4	Α	\$ <mark>0</mark>	\$0 23,69		597 D			
Common Stock				02/08/2010					5,00	0	Α	\$6.42	28,697		D			
Common Stock			02/08/20	08/2010			s 5,0		5,00	0 D \$		<b>\$14.24</b> <sup>(1)</sup>	23,697		D			
													ed					
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	Code (Instr.		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 Securities Underlying Derivative Security (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	Given Services Ow Services For Services Ow Services Ow	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisal			Title		Amount or Number of Shares		(Instr. 4)				
\$14.56	02/05/2010		Α		8,013		02/05/20	10 (	02/05/2017			8,013	\$14.56	8,013		D		
\$6.42	02/08/2010		М			5,000	01/02/20	04 (	01/02/2013			5,000	\$0	0		D		
	V GATE: (First) ET 10 WA (State ity (Instr. 3) k k k k k k k k k k k k k	(First) ( ET 10 WA 9 (State) ( T ity (Instr. 3) k k k k k k k k k k k k k	(First)       (Middle)         ET       (Middle)         WA       98402         (State)       (Zip)         Table I - Non         ity (Instr. 3)       Table I - Non         k       K      <	N GATES     Transaction       (First)     (Middle)       ET     (Middle)       WA     98402       (State)     (Zip)       Table I - Non-Derivati       ity (Instr. 3)     2. Transacti       k     02/05/20       k     02/05/20       k     02/08/20       bate     02/08/20       K     02/08/20       Security     3. Transaction Date or Exercise price of Derivative Security       Security     3. Transaction Date or Exercise price of Date (Month/Day/Year) (Month/Day/Year)       State     02/08/20       1     1       1     1       1     1       1     1       1     1       1     1       1     1       1     1       1     1       1     1       1     1       2     1       2     1       1     1       1     1       1     1       1     1 <td>N GATES       TrueB         (First)       (Middle)         ET       (Middle)         WA       98402         (State)       (Zip)         Table I - Non-Derivative S         ity (Instr. 3)       2. Transaction Date (Month/Day/Year)         k       02/05/2010         k       02/05/2010         k       02/05/2010         k       02/05/2010         k       02/05/2010         k       02/08/2010         Table II - Derivative Security       3A. Deemed Execution Date, if any (Month/Day/Year)         Price of Derivative Security       3A. Deemed Execution Date, if any (Month/Day/Year)       4. Transaction Code (Instr. 8)         2. Code       V       \$14.56       02/05/2010       A</td> <td>N GATES       TrueBlue, In         (First)       (Middle)         ET       (Middle)         WA       98402         (State)       (Zip)         Table I - Non-Derivative Securitie         ity (Instr. 3)       2. Transaction Date (Month/Day/Year)       24. Dee Month/Day/Year)         k       02/05/2010         k       02/08/2010         k       02/08/2010         k       02/08/2010         State       02/08/2010         k       02/08/2010</td> <td>NGATES       TrueBlue, Inc. [TB]         (First)       (Middle)         ET       3. Date of Earliest Transaction         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acq         Ity (Instr. 3)         2. Transaction       2. Transaction         02/05/2010       2. Deemed         Execution Date, if any (Month/Day/Year)         k       02/05/2010         Keurities Acqui (e.g., puts, calls, warrants, colspan="2"&gt;Conversion Date, if any (Month/Day/Year)         0       3. Deemed         2. Conversion       3. Transaction         Date       3A. Deemed         Execution Date, if any (Month/Day/Year)       4. Transaction         Date       3A. Deemed         Execution Date, if any (Month/Day/Year)       5. Number of Derivative Securities Acqui (e.g., puts, calls, warrants, cols)         2. Conversion Date       3A. Deemed         Price of Derivative       Securities Acqui (e.g., puts, calls, warrants, cols)         Security       S. Number of Date         Stat. 6       02/05/2010         A. and s)       Sols)         Stat. 6       02/05/2010         A. and s)       Sols)   <td>NGATES       TrueBlue, Inc. [TBI]         (First)       (Middle)         ET       0         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, I         Transaction (Month/Day/Year)         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, I         Transaction Date, if any (Month/Day/Year)         (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3. 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Transaction Date (Instr. 4)       .1 f Amendment, Date of Original Filed (Mo         Vk       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment (Instructure)         Conversion of Date of Conversion Price of</td><td>NGATES       TrueBlue, Inc. [ TBI ]         (First)       (Middle)         ET       3. Date of Earliest Transaction (Month/Day/Year)         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of Date (Month/Day/Year)         (State)       (Zip)         Zamaction Date (Month/Day/Year)         (Month/Day/Year)       3. Transaction (Month/Day/Year)         (Month/Day/Year)       3. Transaction (Month/Day/Year)         (Month/Day/Year)       A       3.43         k       02/05/2010       A       3.43         k       02/08/2010       M       5.00         Table II - Derivative Securities Acquired, Disposed of cege, puts, calls, warrants, options, convertible         2. Conversion Date of Date Cege, puts, calls, warrants, options, convertible       5.000         2. Code (instr.       S. Number of Date Cegee of (Cig., puts, calls, warrants, options, convertible         2. Code of Exercisable and Expiration Date of Code (instr.       S. Number of Date Cegee of (Cig., puts, calls, warrants, options, convertible         2. State of Date Code of Code (instr.       S. Number of Date Code (instr.       S. State Code (instr.         3. Transaction Code (instr.       S. Number of Date Code (instr.       S. State Code (instr.      &lt;</td><td>NGATES       TrueBlue, Inc. [TBI]         (First)       (Middle)         ET       0         WA       98402         (State)       (Zip)         Table I - Non-Derivative Securities Acquired, Disposed of, or I         Ity (Instr. 3)       2. Transaction Date       3. Transaction (Month/Day/Year)       3. Transaction Code (Instr.       3. Transaction Date       3. Transaction Code (Instr.       3. Transaction Disposed Of Disposed Of Dispos</td><td>NGATES       TrueBlue, Inc. [ TBI ]         (First)       (Middle)         ET       0         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of, or Benefici (Month/Day/Year)         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of, or Benefici (Month/Day/Year)         (Instr. 3)       2. Transaction Date (Month/Day/Year)       3. Transaction Date (Month/Day/Year)       3. Transaction Date (Month/Day/Year)       4. Securities Acquired (A por (D) (Instr. 3, A por (D) (Instr. 3, B))         k       02/05/2010       A       3. 4. Deemed Executive Securities Acquired, Disposed of, or Benefici (e.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities acquired (A) or (D) (Instr. 3, A and B)         2. Conversion Date or Oz/08/2010       S       5. 0.00       D         Table II - Derivative Securities Acquired, Disposed of, or Benefici (e.g., puts, calls, warrants, options, convertible securities (Conversion B) and (Month/Day/Year)         2. Conversion Date or Oz/08/2010       S       5. 0.00       D         Securities Acquired (A) or Options, convertible securities acquired (A) or Options, convertible securities (Month/Day/Year)         2. Conversion Date or Oz/08/2010       S       S. 5.000       D         Securities Acquired (A) or Options, conve</td><td>NGATES         TrueBlue, Inc. [ TBI ]         (Check X           (First)         (Midde)         3. Date of Earliest Transaction (Month/Day/Year)         (State)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own (Month/Day/Year)         4. Social (Month/Day/Year)         6. Indix X           ty (Instr. 3)         2. Transaction (Month/Day/Year)         2. Tomasction (Month/Day/Year)         3. Specied Of (D) (Instr. 3. 4 and 5)           k         02/05/2010         A         4. Social (Month/Day/Year)         4. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         1. Specied Of (D) (Instr. 3. 4 and 5)           k         02/08/2010         A         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         7. Tite and Amount of Social (Month/Day/Year)           2. Conversion Date         3. Transaction Date         3. Transaction (Month/Day/Year)         5. Number of Date         6. Date Securities Acquired (A) or Disposed of (D) (Instr. 3. 4 and 5)           Price of Date         3. Conversion Date         3. Social (Month/Da</td><td>NGATES         TrueBlue, Inc. [ TB1 ]         (Check all applicable X Director Officer (g Delow)         X Director Officer (g Delow)         X Director Officer (g Delow)         X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         2. Transaction Date (Month/Day/Year)         2. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         5. Amount Securities Acquired (A) or Disposed of (O) (Instr. 3. 4 and 5)         5. Amount (Instr. 3)           k         02/05/2010        </td><td>N.GATES         TrueBlue, Inc. [ TB ]         Check all applicable)         X         Director         X         Form filed by One F         Form filed by More         X         Form file</td><td>NGATES         TrueBlue_Inc. [TB]         (Check all applicable)         X Gates           (First)         (Middle)         3. Date of Earliest Transaction (Month/Day/Year)         (Check all applicable)         X Director           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Joint/Group Filing (Check all applicable)         X Form filed by One Reporting Filing (Check all applicable)           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Joint/Group Filing (Check all applicable)           WA         98402         2. Transaction         2. Transaction         5. Amount of Scatter transaction (Month/Day/Year)         5. Amount of Scatter transacter transacter</td><td>TrueBlue_Inc. [ TB1 ]       (Check all applicable)       (Check all applicable)         NGATES       (Check all applicable)       (Check all applicable)       (Check all applicable)         (First)       (Middle)      </td></td>	N GATES       TrueB         (First)       (Middle)         ET       (Middle)         WA       98402         (State)       (Zip)         Table I - Non-Derivative S         ity (Instr. 3)       2. 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Transaction Date (Instr. 4)       .1 f Amendment, Date of Original Filed (Mo         Vk       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment (Instructure)         Conversion of Date of Conversion Price of</td> <td>NGATES       TrueBlue, Inc. [ TBI ]         (First)       (Middle)         ET       3. Date of Earliest Transaction (Month/Day/Year)         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of Date (Month/Day/Year)         (State)       (Zip)         Zamaction Date (Month/Day/Year)         (Month/Day/Year)       3. Transaction (Month/Day/Year)         (Month/Day/Year)       3. 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[ TBI ]         (Check X           (First)         (Midde)         3. Date of Earliest Transaction (Month/Day/Year)         (State)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own (Month/Day/Year)         4. Social (Month/Day/Year)         6. Indix X           ty (Instr. 3)         2. Transaction (Month/Day/Year)         2. Tomasction (Month/Day/Year)         3. Specied Of (D) (Instr. 3. 4 and 5)           k         02/05/2010         A         4. Social (Month/Day/Year)         4. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         1. Specied Of (D) (Instr. 3. 4 and 5)           k         02/08/2010         A         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         7. Tite and Amount of Social (Month/Day/Year)           2. Conversion Date         3. Transaction Date         3. Transaction (Month/Day/Year)         5. Number of Date         6. Date Securities Acquired (A) or Disposed of (D) (Instr. 3. 4 and 5)           Price of Date         3. Conversion Date         3. Social (Month/Da</td> <td>NGATES         TrueBlue, Inc. [ TB1 ]         (Check all applicable X Director Officer (g Delow)         X Director Officer (g Delow)         X Director Officer (g Delow)         X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         2. Transaction Date (Month/Day/Year)         2. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         5. Amount Securities Acquired (A) or Disposed of (O) (Instr. 3. 4 and 5)         5. Amount (Instr. 3)           k         02/05/2010        </td> <td>N.GATES         TrueBlue, Inc. [ TB ]         Check all applicable)         X         Director         X         Form filed by One F         Form filed by More         X         Form file</td> <td>NGATES         TrueBlue_Inc. [TB]         (Check all applicable)         X Gates           (First)         (Middle)         3. Date of Earliest Transaction (Month/Day/Year)         (Check all applicable)         X Director           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. 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[TBI]         (First)       (Middle)         ET       0         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, I         Transaction (Month/Day/Year)         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, I         Transaction Date, if any (Month/Day/Year)         (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3. 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Transaction Date (Instr. 4)       .1 f Amendment, Date of Original Filed (Mo         Vk       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/05/2010       A       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment, Date of Original Filed (Mo         k       02/08/2010       S       .1 f Amendment (Instructure)         Conversion of Date of Conversion Price of	NGATES       TrueBlue, Inc. [ TBI ]         (First)       (Middle)         ET       3. Date of Earliest Transaction (Month/Day/Year)         WA       98402         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of Date (Month/Day/Year)         (State)       (Zip)         Zamaction Date (Month/Day/Year)         (Month/Day/Year)       3. Transaction (Month/Day/Year)         (Month/Day/Year)       3. Transaction (Month/Day/Year)         (Month/Day/Year)       A       3.43         k       02/05/2010       A       3.43         k       02/08/2010       M       5.00         Table II - Derivative Securities Acquired, Disposed of cege, puts, calls, warrants, options, convertible         2. Conversion Date of Date Cege, puts, calls, warrants, options, convertible       5.000         2. Code (instr.       S. Number of Date Cegee of (Cig., puts, calls, warrants, options, convertible         2. Code of Exercisable and Expiration Date of Code (instr.       S. Number of Date Cegee of (Cig., puts, calls, warrants, options, convertible         2. State of Date Code of Code (instr.       S. Number of Date Code (instr.       S. State Code (instr.         3. Transaction Code (instr.       S. Number of Date Code (instr.       S. State Code (instr.      <	NGATES       TrueBlue, Inc. [TBI]         (First)       (Middle)         ET       0         WA       98402         (State)       (Zip)         Table I - Non-Derivative Securities Acquired, Disposed of, or I         Ity (Instr. 3)       2. Transaction Date       3. Transaction (Month/Day/Year)       3. Transaction Code (Instr.       3. Transaction Date       3. Transaction Code (Instr.       3. Transaction Disposed Of Disposed Of Dispos	NGATES       TrueBlue, Inc. [ TBI ]         (First)       (Middle)         ET       0         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of, or Benefici (Month/Day/Year)         (State)       (Zip)         Table 1 - Non-Derivative Securities Acquired, Disposed of, or Benefici (Month/Day/Year)         (Instr. 3)       2. Transaction Date (Month/Day/Year)       3. Transaction Date (Month/Day/Year)       3. Transaction Date (Month/Day/Year)       4. Securities Acquired (A por (D) (Instr. 3, A por (D) (Instr. 3, B))         k       02/05/2010       A       3. 4. Deemed Executive Securities Acquired, Disposed of, or Benefici (e.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities acquired (A) or (D) (Instr. 3, A and B)         2. Conversion Date or Oz/08/2010       S       5. 0.00       D         Table II - Derivative Securities Acquired, Disposed of, or Benefici (e.g., puts, calls, warrants, options, convertible securities (Conversion B) and (Month/Day/Year)         2. Conversion Date or Oz/08/2010       S       5. 0.00       D         Securities Acquired (A) or Options, convertible securities acquired (A) or Options, convertible securities (Month/Day/Year)         2. Conversion Date or Oz/08/2010       S       S. 5.000       D         Securities Acquired (A) or Options, conve	NGATES         TrueBlue, Inc. [ TBI ]         (Check X           (First)         (Midde)         3. Date of Earliest Transaction (Month/Day/Year)         (State)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Indix X           WA         98402         5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own (Month/Day/Year)         4. Social (Month/Day/Year)         6. Indix X           ty (Instr. 3)         2. Transaction (Month/Day/Year)         2. Tomasction (Month/Day/Year)         3. Specied Of (D) (Instr. 3. 4 and 5)           k         02/05/2010         A         4. Social (Month/Day/Year)         4. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         1. Specied Of (D) (Instr. 3. 4 and 5)           k         02/08/2010         A         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         5. Social (Month/Day/Year)         7. Tite and Amount of Social (Month/Day/Year)           2. Conversion Date         3. Transaction Date         3. Transaction (Month/Day/Year)         5. Number of Date         6. Date Securities Acquired (A) or Disposed of (D) (Instr. 3. 4 and 5)           Price of Date         3. Conversion Date         3. Social (Month/Da	NGATES         TrueBlue, Inc. [ TB1 ]         (Check all applicable X Director Officer (g Delow)         X Director Officer (g Delow)         X Director Officer (g Delow)         X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Join X Form file           WA         98402         2. Transaction Date (Month/Day/Year)         2. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         3. Transaction Date (Month/Day/Year)         5. Amount Securities Acquired (A) or Disposed of (O) (Instr. 3. 4 and 5)         5. Amount (Instr. 3)           k         02/05/2010	N.GATES         TrueBlue, Inc. [ TB ]         Check all applicable)         X         Director         X         Form filed by One F         Form filed by More         X         Form file	NGATES         TrueBlue_Inc. [TB]         (Check all applicable)         X Gates           (First)         (Middle)         3. Date of Earliest Transaction (Month/Day/Year)         (Check all applicable)         X Director           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Joint/Group Filing (Check all applicable)         X Form filed by One Reporting Filing (Check all applicable)           WA         98402         4. If Amendment, Date of Original Filed (Month/Day/Year)         6. Individual or Joint/Group Filing (Check all applicable)           WA         98402         2. Transaction         2. Transaction         5. Amount of Scatter transaction (Month/Day/Year)         5. Amount of Scatter transacter	TrueBlue_Inc. [ TB1 ]       (Check all applicable)       (Check all applicable)         NGATES       (Check all applicable)       (Check all applicable)       (Check all applicable)         (First)       (Middle)	

## Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$14.23 to \$14.27. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer the detailed information regarding the number of shares sold at each separate price.

Todd N. Gilman, Attorney-in-fact 02/09/2010

\*\* Signature of Reporting Person 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.

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.