SEC Form 4

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
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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

1. Name and Address of Reporting Person* COOPER STEVEN C					2. Issuer Name and Ticker or Trading Symbol <u>TrueBlue, Inc.</u> [TBI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 1015 A STREI	(First)				3. Date of Earliest Transaction (Month/Day/Year) 02/01/2011							Director Officer (g below)		10% C Other below t and CEO	(specify	
P.O. BOX 2910				4. If Amer	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) TACOMA WA 98402			-	_								X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip)															
		Та	ble I - Non-	Derivative S	ecurities Acq	uired, I	Disp	osed of,	, or E	Benefic	cially Ow	ned				
Date				: Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				5. Amount Securities Beneficial Following	ly Owned Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 02/0				02/01/2011		F		2,599)	D	\$18.21	\$18.21 132,555 ⁽¹⁾		D		
	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)	rivative Conversion Date Execution D curity (Instr. 3) or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date if any (Month/Day/Yea	Code (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of	Expiration Date Securitie (Month/Day/Year) Derivation			tle and Ar urities Un vative Sec r. 3 and 4	derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned	Ownershi Form:	Beneficial Ownership		

Date

Exercisable

Expiration

Title

Date

Explanation of Responses:

1. As of January 31, 2011, Mr. Cooper also indirectly owned approximately 6,248 shares in the TrueBlue 401(k) Plan. These shares are not included in the 132,555 shares shown as owned directly in Table 1.

(D)

(A)

Todd N. Gilman, Attorney-in-fact 02/03/2011

Transaction(s)

(Instr. 4)

** Signature of Reporting Person Date

Amount

of Shares

or Number

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.

Code V