

Gibson Christina
 Form 4
 May 09, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Gibson Christina

(Last) (First) (Middle)

ON ASSIGNMENT, INC., 26745
 MALIBU HILLS ROAD

(Street)

CALABASAS, CA 91301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ON ASSIGNMENT INC [ASGN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/07/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 V.P., Finance and Controller

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/07/2013 | | S | 989 | D \$ 25 | 13,682 | D |
| Common Stock | 05/07/2013 | | M | 250 | A \$ 8.26 | 13,932 | D |
| Common Stock | 05/07/2013 | | S | 250 | D \$ 25 | 13,682 | D |
| Common Stock | 05/07/2013 | | M | 500 | A \$ 10.46 | 14,182 | D |
| Common Stock | 05/07/2013 | | S | 500 | D \$ 25 | 13,682 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|-------|--------|---|
| Common Stock | 05/07/2013 | S | 960 | D | \$ 25 | 12,722 | D |
| Common Stock | 05/07/2013 | S | 301 | D | \$ 25 | 12,421 | D |

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

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SEC 1474
(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 8.26 | 05/07/2013 | | M | 250 | 01/19/2012 ⁽¹⁾ 01/19/2021 | Common Stock 250 |
| Non-Qualified Stock Option (right to buy) | \$ 10.46 | 05/07/2013 | | M | 500 ⁽²⁾ | 12/07/2012 12/07/2021 | Common Stock 500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gibson Christina ON ASSIGNMENT, INC. 26745 MALIBU HILLS ROAD CALABASAS, CA 91301 | | | V.P., Finance and Controller | |

Signatures

Christina Gibson 05/09/2013

__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).
- (1) One-fourth of the total number of options vest twelve months following the grant date and one forty-eighth of such amount vests thereafter on each monthly anniversary of the grant date.
- (2) Grant Vests over a four-year period: 25% on one-year anniversary and equal monthly installments thereafter .

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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