## Edgar Filing: INSPERITY, INC. - Form 4

INCOEDITY INC

Form 4												
February 21, 2014 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D C 20549								OMB APPROVAL OMB 3235-0287 Number:				
if no lon, subject to Section 2 Form 4 c Form 5 obligation may con	obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							Expires:January 31 2005Estimated average burden hours per response0.5				
(Print or Type	Responses)											
ARIZPE ARTHUR A Symbol				uer Name <b>and</b> Ticker or Trading I ERITY, INC. [NSP]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. Date of				of Earliest Transaction /Day/Year) 2014					Director 10% Owner X Officer (give title Other (specify below) below) EVP of Client Services & COO			
	(Street)			ndment, Da hth/Day/Year		nal			6. Individual or Joi Applicable Line) _X_ Form filed by O			
KINGWOO	DD, TX 77339								Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivativ	e Seci	urit	ies Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	(Instr. 2	Dispos 6, 4 an (A or	sed ( d 5)	of (D)	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)	
Common Stock	02/20/2014			Code V F	Amour 2,188 (1)	t (D D	Ś	Price § 28.09	131,749.911	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transact Code (Instr. 8)	5. tionNumber of ) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code N	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
ARIZPE ARTHUR A 19001 CRESCENT SPRINGS DRIVE KINGWOOD, TX 77339			EVP of Client Services & COO	
Signatures				
Mark T. Troutman, by power of attorney	02	/21/2014		
<u>**</u> 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) Payment of tax liability by withholding securities incident to the vesting of a restricted stock award.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.