SUTTER HOWARD W Form 4

July 30, 2018

FORM 4

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

OMB

Check this box if no longer subject to

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

obligations may continue.

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

response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SUTTER HOWARD W				2. Issuer Name and Ticker or Trading Symbol KFORCE INC [KFRC]			Issuer	5. Relationship of Reporting Person(s) to Issuer				
	(I4)	(E:	/-ILE:N/	3. Date of Earliest Transaction		(Check all applicable)						
	(Last)	(First) (I	Middle)			ransaction						
					(Month/Day/Year)			·				
1001 EAST PALM AVENUE				07/26/2018				X Officer (give title Other (specify below)				
							below)	Vice Chairman				
								vice Chamman				
(Street)				4. If Amendment, Date Original			6. Individual	6. Individual or Joint/Group Filing(Check				
				Filed(Month/Day/Year)			Applicable Line	Applicable Line)				
								X Form filed by One Reporting Person				
	TAMPA, FI	L 33605						Form filed by More than One Reporting				
	,						Person					
	(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative Securities	Acquired, Dispose	ed of, or Benefic	cially Owned			
	1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securities	5. Amount of	6.	7. Nature of			
	Security	(Month/Day/Year)	Execution		Transactio	onAcquired (A) or	Securities	Ownership	Indirect			
	(Instr. 3)	()	any	,	Code	Disposed of (D)	Beneficially	Form: Direct				
			(Month/D	ay/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	(D) or	Ownership			
				• /	,	,	E-11	T., J4 (T)				

Code V Amount

Α

3,932

(1)

(A)

(D)

A

Following Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4) Price \$0 $16,720 \frac{(2)}{2}$ D 5,000 I By: Wife

Common

Common

Common

Stock

Stock

Stock

07/26/2018

398,516 I

Investments Limited

By: Sutter

Partnership

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

SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date Exp	Expiration	O1			
						Exercisable	Date	Title Number			
				C 1 W	(A) (D)			of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
SUTTER HOWARD W 1001 EAST PALM AVENUE TAMPA, FL 33605	X		Vice Chairman				

Signatures

Susan A. Gager, Attorney-in-Fact for Howard W.
Sutter
07/30/2018

**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) Represents 3,932 shares of restricted stock that will fully vest on December 27, 2019.
- (2) Includes 3,932 shares of restricted stock.

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.

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