Edgar Filing: BSQUARE CORP /WA - Form 4

BSQUARE C	CORP /WA										
Form 4											
January 03, 2	014										
FORM	4		CECUD		ND EV(TT A 1		COMMERION		PPROVAL	
	- UNITE	DSIAIES		hington,			NGE	COMMISSION	OMB Number:	3235-0287	
Check thi	s box		vv as	inington,	D.C. 20.	J - J				January 31,	
if no long		EMENT O	F CHAN	GES IN I	GES IN BENEFICIAL OWNERSHI				Expires:	2005	
subject to Section 10				SECUR	CURITIES				Estimated average burden hours per		
Form 4 or							response	•			
Form 5 obligation	· ~ ^						-	ge Act of 1934,			
may conti				•	•	- ·		f 1935 or Sectio	n		
<i>See</i> Instru 1(b).	ction	30(h)	of the Inv	vestment	Compan	y Act	t of 194	40			
(Print or Type R	esponses)										
MAHAN SCOTT C Symbo			Symbol	-				5. Relationship of Reporting Person(s) to Issuer			
			BSQUA	BSQUARE CORP /WA [BSQR]				(Chec	k all applicable	e)	
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction					,	
				(Ionth/Day/Year)				Director X_ Officer (give	Owner er (specify		
110 - 1101H	IAVE., NE, S	UITE 200	01/02/20)14				below)	below)		
								Sr. VP 0	Operations & C	FO	
				If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Mo				ed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
BELLEVUE	E, WA 98004								Iore than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securi	ties Aco	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction I			3.				5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Ye	ar) Execution	on Date, 11	Transaction(A) or Disposed of Code (D)			a or		Form: Direct (D) or	Beneficial	
(•	Day/Year) (Instr. 8) (Instr.			4 and	5)	Owned	Indirect (I)	Ownership	
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	01/02/2014			F	612 <u>(1)</u>		\$ 3.62	86,535	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)

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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Unde Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Addı	·ess	Relationships							
	Director	10% Owner	Officer	Other					
MAHAN SCOTT C 110 - 110TH AVE., NE SUITE 200 BELLEVUE, WA 98004			Sr. VP Operations & CFO						
Signatures									
/s/ Scott C. Mahan	01/03/2014								
<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) Represents shares that were withheld to pay the minimum tax liability for the restricted stock units that vested on January 2, 2014.

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.