

ON ASSIGNMENT INC  
Form 3  
December 19, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*  
 2. Date of Event Requiring Statement  
 3. Issuer Name and Ticker or Trading Symbol  
 4. Relationship of Reporting Person(s) to Issuer  
 5. If Amendment, Date Original Filed(Month/Day/Year)

ON ASSIGNMENT,  
INC., 26651 WEST AGOURA  
ROAD

(Check all applicable)

Director 10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

CALABASAS, CA 91302  
 (Street) (City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	22,575	D	

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Incentive Stock Option (right to buy)	Â (1)	12/10/2014	Common Stock	292	\$ 4.96	D	Â
Incentive Stock Option (right to buy)	Â (1)	02/17/2014	Common Stock	2,917	\$ 7	D	Â
Non-Qualified Stock Option (right to buy)	Â (2)	09/04/2018	Common Stock	10,000	\$ 9.14	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	09/06/2017	Common Stock	2,000	\$ 10.38	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McKenna Thomas Joseph ON ASSIGNMENT, INC. 26651 WEST AGOURA ROAD CALABASAS, CA 91302	Â	Â	Â Senior Vice President	Â

## Signatures

By: Power of Attorney, James L. Brill For: Thomas J. McKenna

12/19/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) All of these options are currently exercisable.

(2) These options vest one-fourth of the total number of shares after twelve months from the grant date, and one forty-eighth of such amount with respect to each month thereafter.

(3) 625 of these options are currently exercisable and the remaining 1,375 shares will vest at a rate of approximately 42 options per month.

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.