Edgar Filing: BSQUARE CORP /WA - Form 4

BSQUARE O	CORP /WA										
Form 4	012										
August 15, 20									OMB AI	PPROVAL	
FORM	UNITE	D STATES		ITIES A hington,			NGE (COMMISSION		3235-0287	
Check this box if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP OF SECURITIES 6(a) of the Securities Exchange Act of 1934,					Expires: January 31 2009 Estimated average burden hours per response 0.4		
obligatior may conti <i>See</i> Instru 1(b).	$\frac{18}{1000}$ Section 1'	7(a) of the 1		ility Hold	ling Com	pany	Act of	f 1935 or Sectio	n		
(Print or Type R	Responses)										
			2. Issuer Name and Ticker or Trading Symbol BSQUARE CORP /WA [BSQR]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(Chec	ck all applicable	e)		
110 - 110TH	I AVE., NE, SI	UITE 200	(Month/Da 08/13/20	-				Director X Officer (give below) Sr. VP (Owner er (specify FO	
			Amendment, Date Original l(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
BELLEVUE	E, WA 98004							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any		3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (D)	ties Ad sposed 4 and (A) or	cquired d of	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	
Common Stock	08/13/2013			F	165 <u>(1)</u>	D	\$ 2.87	87,812	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 / Addi	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	08/15/2013							
<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 August 13, 2013.

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.