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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 20, 2005

Robert Half International Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

01-10427
(Commission File Number)

94-1648752
(IRS Employer
Identification No.)

2884 Sand Hill Road, Menlo Park, CA
(Address of principal executive offices)

94025
(Zip Code)

Registrant's telephone number, including area code (650) 234-6000

NO CHANGE
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

On October 20, 2005, Robert Half International Inc. issued a press release reporting earnings for the third fiscal quarter of 2005. A copy of the press release is attached hereto as Exhibit 99.1.

The foregoing information in this Current Report on Form 8-K, including exhibit 99.1 attached hereto, is being “furnished” and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference in any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such future filing.

Item 8.01 Other Events.

On August 9, 2005, Plaintiff Lizette Greene, on behalf of herself and a putative class of salaried “inside sales persons,” filed a complaint in United States District Court for the Northern District of California naming the Company and three of its wholly owned subsidiaries as Defendants. The complaint alleges that purported “inside sales persons” based in California have been misclassified under California law as exempt employees and seeks an unspecified amount for unpaid overtime pay alleged to be due to them had they been paid as non-exempt, hourly employees. In addition, the Plaintiff also asserts other related wage and hour violations and seeks an unspecified amount for statutory penalties for alleged violations of the California Labor Code arising from the alleged misclassification of these employees as exempt employees. Plaintiff also makes similar federal claims under the Fair Labor Standards Act for a putative nationwide class of purported “inside sales persons.” This litigation is at a very early stage and discovery has not commenced. At this early stage of the litigation, it is not feasible to predict the outcome of this proceeding, and accordingly, no amounts have been provided in the accompanying financial information. Based on a preliminary review, the Company believes it has meritorious defenses to the allegations, and the Company intends to vigorously defend against the litigation. In addition, the complaint defines the putative class, alleges claims, and seeks damages believed to be substantially similar to the O’Donnell complaint filed on December 6, 2004, and the Laffitte complaint filed on September 10, 2004, taken as a whole. Both of the O’Donnell and Laffitte complaints have been previously reported by the Company, most recently in its Form 10-Q for the quarterly period ended June 30, 2005.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Robert Half International Inc. October 20, 2005, Press Release.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Robert Half International Inc.

Date: October 20, 2005

By: /s/ M. Keith Waddell

Name: M. Keith Waddell

Title: Vice Chairman, President and Chief Financial Officer

FOR IMMEDIATE RELEASE

Contact: M. Keith Waddell
Vice Chairman, President and
Chief Financial Officer
(650) 234-6000

ROBERT HALF INTERNATIONAL INC. REPORTS RECORD REVENUES AND EARNINGS FOR THE
THIRD QUARTER OF 2005

MENLO PARK, California, October 20, 2005—Robert Half International Inc. (NYSE symbol: RHI) today reported record revenues and earnings for the third quarter ended September 30, 2005.

For the quarter ended September 30, 2005, net income was \$64.4 million or \$.37 per share, on revenues of \$867.0 million. Net income for the prior year's third quarter was \$43.1 million or \$.24 per share, on revenues of \$708.0 million.

For the nine months ended September 30, 2005, net income was \$173.3 million or \$.99 per share, on revenues of \$2.5 billion. For the nine months ended September 30, 2004, net income was \$90.9 million or \$.52 per share, on revenues of \$1.9 billion.

Harold M. Messmer, Jr., chairman and CEO of Robert Half International Inc., said: "We were pleased with our financial results for the third quarter. Revenues and net income per share increased 22 percent and 52 percent, respectively, from the third quarter of 2004."

Messmer continued, "Our staffing operations performed well across the board. All divisions contributed to the sequential and year-over-year revenue growth rates.

"Protiviti, our internal audit and risk consulting subsidiary, also had an excellent quarter. Revenues were up 28 percent year over year and up 15 percent sequentially. We have seen continued demand for Protiviti's full suite of internal audit and business and technology risk consulting services."

Robert Half International management will conduct a conference call today at 5 p.m. EDT to discuss the quarterly financial results. The dial-in number is 800-540-0559 (+1-785-832-1508 outside the United States) and the passcode is "Robert Half International." A taped recording of this call will be available for replay beginning at approximately 8 p.m. EDT today and ending at 8 p.m. EDT on October 27, 2005. The dial-in number for the replay is 800-839-9307 (+1-402-220-6085 outside the United States). The conference call will also be archived in audio format on the company's website at www.rhi.com.

Founded in 1948, Robert Half International Inc. (RHI) is the world's first and largest specialized staffing firm. RHI is a recognized leader in professional staffing and consulting services and is the parent company of Protiviti® (www.protiviti.com), a leading independent internal audit and risk consulting firm.

The company's specialized staffing divisions include Accountemps®, Robert Half® Finance & Accounting and Robert Half® Management Resources, for temporary, full-time and project professionals, respectively, in the fields of accounting and finance; OfficeTeam®, for highly skilled temporary administrative support personnel; Robert Half® Technology, for information technology professionals; Robert Half® Legal, for legal personnel; and The Creative Group®, for advertising, marketing and web design professionals. RHI serves its clients and

(more)

candidates through more than 330 offices worldwide and through online job search services at its divisional websites, all of which can be accessed at www.rhi.com.

Certain information contained in this press release may be deemed forward-looking statements regarding events and financial trends that may affect the company's future operating results or financial positions. These statements may be identified by words such as "estimate", "forecast", "project", "plan", "intend", "believe", "expect", "anticipate", or variations or negatives thereof, or by similar or comparable words or phrases. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the statements.

These risks and uncertainties include, but are not limited to, the following: changes in levels of unemployment and other economic conditions in the United States or foreign countries where the company does business, or in particular regions or industries; reduction in the supply of candidates for temporary employment or the company's ability to attract candidates; the entry of new competitors into the marketplace or expansion by existing competitors; the ability of the company to maintain existing client relationships and attract new clients in the context of changing economic or competitive conditions; the impact of competitive pressures, including any change in the demand for the company's services, on the company's ability to maintain its margins; the possibility of the company incurring liability for its activities, including the activities of its temporary employees, or for events impacting its temporary employees on clients' premises; the possibility that adverse publicity could impact the company's ability to attract and retain clients and candidates; the success of the company in attracting, training, and retaining qualified management personnel and other staff employees; whether governments will impose additional regulations or licensing requirements on personnel services businesses in particular or on employer/employee relationships in general; whether there will be ongoing demand for Sarbanes-Oxley or other regulatory compliance services; and litigation relating to prior or current transactions or activities, including litigation that may be disclosed from time to time in the company's SEC filings.

Additionally, with respect to Protiviti, other risks and uncertainties include the fact that future success will depend on its ability to retain employees and attract clients; there can be no assurance that there will be ongoing demand for Sarbanes-Oxley or other regulatory compliance services; failure to produce projected revenues could adversely affect financial results; and there is the possibility of involvement in litigation relating to prior or current transactions or activities.

Because long-term contracts are not a significant part of the company's business, future results cannot be reliably predicted by considering past trends or extrapolating past results. The company undertakes no obligation to update information contained in this release.

A copy of this press release is available at www.rhi.com.

ATTACHED: Summary of Operations
 Supplemental Financial Information

ROBERT HALF INTERNATIONAL INC. AND SUBSIDIARIES
SUMMARY OF OPERATIONS
(in thousands, except per share amounts)

	<u>Quarter</u> <u>Ended September 30,</u>		<u>Nine Months</u> <u>Ended September 30,</u>	
	<u>2005</u>	<u>2004</u>	<u>2005</u>	<u>2004</u>
	(Unaudited)		(Unaudited)	
Net service revenues	\$867,015	\$707,987	\$2,453,674	\$1,921,499
Direct costs of services	<u>511,005</u>	<u>425,652</u>	<u>1,447,549</u>	<u>1,168,505</u>
Gross margin	356,010	282,335	1,006,125	752,994
Selling, general and administrative expenses	253,445	212,155	727,831	602,263
Amortization of intangible assets	93	99	241	926
Interest income	<u>(3,169)</u>	<u>(1,127)</u>	<u>(7,148)</u>	<u>(2,505)</u>
Income before income taxes	105,641	71,208	285,201	152,310
Provision for income taxes	<u>41,202</u>	<u>28,128</u>	<u>111,940</u>	<u>61,373</u>
Net income	<u>\$ 64,439</u>	<u>\$ 43,080</u>	<u>\$ 173,261</u>	<u>\$ 90,937</u>
Diluted net income per share	\$.37	\$.24	\$.99	\$.52
Shares:				
Basic	166,553	170,041	167,900	169,714
Diluted	174,219	176,636	174,664	176,234

ROBERT HALF INTERNATIONAL INC. AND SUBSIDIARIES
SUPPLEMENTAL FINANCIAL INFORMATION
(in thousands)

	<u>Quarter</u> <u>Ended September 30,</u>		<u>Nine Months</u> <u>Ended September 30,</u>	
	<u>2005</u>	<u>2004</u>	<u>2005</u>	<u>2004</u>
	(Unaudited)		(Unaudited)	
REVENUES:				
Accountemps	\$316,328	\$257,090	\$ 905,860	\$ 728,266
OfficeTeam	175,473	149,024	500,595	426,153
Robert Half Technology	80,194	70,570	220,691	195,331
Robert Half Management Resources	109,653	95,277	316,979	245,397
Robert Half Finance & Accounting	57,156	35,768	158,683	98,935
Protiviti	128,211	100,258	350,866	227,417
Total	<u>\$867,015</u>	<u>\$707,987</u>	<u>\$2,453,674</u>	<u>\$1,921,499</u>
GROSS MARGIN:				
Temporary and consultant staffing	\$247,627	\$207,058	\$ 705,410	\$ 570,376
Permanent placement staffing	57,156	35,768	158,683	98,935
Risk consulting and internal audit services	51,227	39,509	142,032	83,683
Total	<u>\$356,010</u>	<u>\$282,335</u>	<u>\$1,006,125</u>	<u>\$ 752,994</u>
OPERATING INCOME:				
Temporary and consultant staffing	\$ 67,399	\$ 46,369	\$ 177,526	\$ 102,598
Permanent placement staffing	11,549	4,353	34,299	12,609
Risk consulting and internal audit services	23,617	19,458	66,469	35,524
Total	<u>\$102,565</u>	<u>\$ 70,180</u>	<u>\$ 278,294</u>	<u>\$ 150,731</u>
SELECTED CASH FLOW INFORMATION:				
Amortization of intangible assets	\$ 93	\$ 99	\$ 241	\$ 926
Depreciation expense	\$ 13,257	\$ 12,027	\$ 37,439	\$ 37,253
Capital expenditures	\$ 19,533	\$ 9,902	\$ 41,006	\$ 23,102
Open market repurchases of common stock (shares)	1,783	1,254	6,731	2,173

ROBERT HALF INTERNATIONAL INC. AND SUBSIDIARIES
SUPPLEMENTAL FINANCIAL INFORMATION
(in thousands)

	September 30,	
	2005	2004
	(Unaudited)	
SELECTED BALANCE SHEET INFORMATION:		
Cash and cash equivalents	\$ 420,726	\$ 321,951
Marketable securities	\$ —	\$ 90,621
Accounts receivable, less allowances	\$ 456,415	\$ 369,237
Total assets	\$1,271,132	\$1,141,768
Current liabilities	\$ 350,831	\$ 282,462
Notes payable and other indebtedness, less current portion	\$ 2,715	\$ 2,286
Total stockholders' equity	\$ 914,637	\$ 853,825