
**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) April 20, 2006

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))
-
-

Item 2.02 Results of Operations and Financial Condition.

On April 20, 2006, Robert Half International Inc. issued a press release reporting earnings for the first fiscal quarter of 2006. 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 March 28, 2006, Plaintiffs Maria Pellegrino, Nadia Balici, Carolyn Cox, Kelli Maresch, Jennifer McCasland and James Rossetto, all former, salaried Account Executives based in California, filed a complaint in California Superior Court naming the Company and three of its wholly owned subsidiaries as Defendants. The complaint alleges that Plaintiffs were 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. Plaintiffs also seek an unspecified amount for statutory penalties for alleged violations of the California Labor Code arising from the alleged misclassification of the Plaintiff employees as exempt employees. In addition, Plaintiffs’ complaint includes a cause of action for “unfair competition” under the California Business & Professions Code. Under this cause of action, Plaintiffs seek restitutionary damages of unpaid wages for themselves and “all similarly situated employees” as well as recovery of Plaintiffs’ attorneys fees. At this early stage of the litigation, it is not feasible to predict the outcome of or a range of loss, should a loss occur, from this proceeding, and accordingly, no amounts will be provided in the financial statements to be included in the Company’s Form 10-Q for the quarterly period ended March 31, 2006. The Company believes it has meritorious defenses to the allegations, and the Company intends to vigorously defend against litigation. In addition, the complaint alleges claims, and seeks damages believed to be substantially similar to the O’Donnell, Laffitte and Greene proceedings, taken as a whole, as further described in Part I, Item 3 of the Company’s Form 10-K for the fiscal year ended December 31, 2005.

On December 6, 2004, Plaintiffs Ian O’Donnell and David Jolicoeur, on behalf of themselves and a putative class of salaried Staffing Managers, Account Executives and Account Managers, filed a complaint in Massachusetts Superior Court naming the Company and one of its wholly owned subsidiaries as Defendants. On March 30, 2006, the Court denied Plaintiffs’ first motion seeking conditional certification of their federal claims as a collective action on behalf of a group of Staffing Managers, Account Executives and Account Managers. The same day, the Court allowed Plaintiffs to amend their complaint to add claims that the Company failed to pay its exempt employees on a “salary basis” as required by Massachusetts and federal law. Plaintiffs have also filed a second motion for conditional certification of their federal claims in which they seek to represent a class of salaried employees who worked for the Company in any state other than California within three years before the original complaint was filed and seeking permission to mail class members a notice regarding their right to opt into the case as plaintiffs. The Company intends to oppose that motion. Because the litigation is at an early stage, it is not feasible to predict its outcome or a range of loss, should a loss occur. Accordingly, no amounts have been provided in the Company’s previously filed financial statements, or will be provided in the financial statements to be included in the Company’s Form 10-Q for the quarterly period ended March 31, 2006. The Company believes it has meritorious defenses to the allegations, and the Company intends to continue to vigorously defend against the litigation. Reference is made to Part I, Item 3 of the Company’s Form 10-K for the fiscal year ended December 31, 2005 for a complete description of this case.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Robert Half International Inc. April 20, 2006, 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: April 20, 2006

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
FIRST QUARTER OF 2006

MENLO PARK, California, April 20, 2006—Robert Half International Inc. (NYSE symbol: RHI) today reported record revenues and earnings for the first quarter ended March 31, 2006.

For the quarter ended March 31, 2006, net income was \$65.5 million or \$.38 per share, on revenues of \$943.9 million. Net income for the prior year's first quarter was \$51.6 million or \$.29 per share, on revenues of \$769.9 million.

Harold M. Messmer, Jr., chairman and chief executive officer of Robert Half International Inc., said: "We were pleased with the record revenue and earnings results achieved during the first quarter. Revenues and income per share increased 23 percent and 29 percent, respectively, over last year.

"Revenues in our staffing operations grew year over year and sequentially," Messmer added. "Our Robert Half Finance & Accounting and Accountemps divisions performed particularly well, reflecting continued strength in the demand for accounting and finance professionals."

Discussing Protiviti, the company's internal audit and risk consulting subsidiary, Messmer said, "During the quarter, Protiviti continued to broaden its revenue base with outsourced and co-sourced internal audit engagements and business and technology risk consulting services. We also expanded our footprint by adding new locations in the United States, Australia, Canada and Germany. Protiviti is now in more than 50 major cities in North America, Europe, Latin America and the Asia/Pacific region."

Robert Half International management will conduct a conference call today at 5 p.m. ET to discuss the quarterly financial results. The dial-in number is 800-795-1259 (+1-785-832-2422 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. ET today and ending at 8 p.m. ET on April 27. The dial-in number for the replay is 800-283-8217 (+1-402-220-0868 outside the United States). The conference call also will 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 consulting and staffing 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. The company has staffing and consulting operations in more than 390 locations worldwide.

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",

(more)

“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 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)

	Quarter Ended March 31,	
	2006	2005
	(Unaudited)	
Net service revenues	\$943,924	\$769,948
Direct costs of services	550,720	456,114
Gross margin	393,204	313,834
Selling, general and administrative expenses	287,482	230,315
Amortization of intangible assets	146	74
Interest income	(3,497)	(1,832)
Income before income taxes	109,073	85,277
Provision for income taxes	43,570	33,684
Net income	\$ 65,503	\$ 51,593
 Diluted net income per share	\$.38	\$.29
Shares:		
Basic	167,390	169,898
Diluted	173,974	176,207

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

	Quarter Ended March 31,	
	2006	2005
	(Unaudited)	
REVENUES:		
Accountemps	\$355,577	\$284,972
OfficeTeam	186,196	155,941
Robert Half Technology	84,630	67,016
Robert Half Management Resources	120,366	105,043
Robert Half Finance & Accounting	75,484	46,229
Protiviti	121,671	110,747
Total	<u>\$943,924</u>	<u>\$769,948</u>
GROSS MARGIN:		
Temporary and consultant staffing	\$274,574	\$222,454
Permanent placement staffing	75,484	46,229
Risk consulting and internal audit services	43,146	45,151
Total	<u>\$393,204</u>	<u>\$313,834</u>
OPERATING INCOME:		
Temporary and consultant staffing	\$ 76,833	\$ 52,107
Permanent placement staffing	16,900	9,532
Risk consulting and internal audit services	11,989	21,880
Total	<u>\$105,722</u>	<u>\$ 83,519</u>
SELECTED CASH FLOW INFORMATION:		
Amortization of intangible assets	\$ 146	\$ 74
Stock options expense	\$ 5,095	\$ —
Depreciation expense	\$ 14,961	\$ 11,907
Capital expenditures	\$ 24,312	\$ 12,651
Open market repurchases of common stock (shares)	1,225	1,555

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

	March 31,	
	2006	2005
	(Unaudited)	
SELECTED BALANCE SHEET INFORMATION:		
Cash and cash equivalents	\$ 472,652	\$ 430,005
Marketable securities	\$ —	\$ 22,580
Accounts receivable, less allowances	\$ 480,333	\$ 416,687
Total assets	\$1,375,877	\$1,246,919
Current liabilities	\$ 363,041	\$ 324,950
Notes payable and other indebtedness, less current portion	\$ 4,168	\$ 2,246
Total stockholders' equity	\$ 999,888	\$ 915,519