
**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) January 28, 2009

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 January 28, 2009, Robert Half International Inc. issued a press release reporting earnings for the fourth fiscal quarter of 2008. 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.

The Company’s Form 10-Q for the quarter ended September 30, 2008 and the Company’s Form 10-K for the year ended December 31, 2007 contained disclosure of a matter brought by Plaintiff Don Tran on behalf of himself and a putative class of salaried Consultants and Senior Consultants, and a sub-class of terminated salaried Consultants and Senior Consultants, naming Protiviti Inc., a wholly owned subsidiary of the Company (“Protiviti”), as Defendant. As disclosed in the Company’s Form 10-Q for the quarter ended September 30, 2008, Plaintiffs filed a motion to certify the class on May 12, 2008 and Protiviti filed a motion to strike the class allegations on the same date. Although no order has been issued to date, on December 18, 2008, the Court ruled that it would certify two classes, one of California Consultants and another of California Senior Consultants, on overtime pay claims. The Court also ruled that it would deny certification, without prejudice, on claims for alleged unpaid meal and rest breaks. Further, it ruled that the Plaintiffs must submit a detailed trial plan, which the Court may use to revisit the class certification issue. The class has not yet been given notice of the action or the ruling. At this stage of the litigation, it is not feasible to predict its outcome or a range of loss, should a loss occur. Accordingly, no amounts will be provided in the financial statements to be included in the Company’s Form 10-K for the fiscal year ended December 31, 2008. Reference is made to Note G to the Notes to the Condensed Consolidated Financial Statements (unaudited) included in the Company’s Form 10-Q for the quarterly period ended September 30, 2008 for a more detailed 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. January 28, 2009, 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: January 28, 2009

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 REVENUES AND EARNINGS FOR THE FOURTH
QUARTER OF 2008

MENLO PARK, California, January 28, 2009 — Robert Half International Inc. (NYSE symbol: RHI) today reported revenues and earnings for the fourth quarter ended December 31, 2008.

For the quarter ended December 31, 2008, net income was \$39.0 million or \$.26 per share, on revenues of \$989.8 million. Net income for the prior year's fourth quarter was \$78.8 million or \$.50 per share, on revenues of \$1.22 billion.

For the year ended December 31, 2008, net income was \$250.2 million or \$1.63 per share, on revenues of \$4.60 billion. For the year ended December 31, 2007, net income was \$296.2 million or \$1.81 per share, on revenues of \$4.65 billion.

"Our financial results were impacted in North America and across the globe by very difficult labor markets, which weakened as the quarter progressed," said Harold M. Messmer, Jr., chairman and chief executive officer of Robert Half International Inc. "We are faced with a great deal of economic uncertainty right now, but our financial condition remains solid, our competitive position remains strong, and our experienced field management team is both capable and determined. I am confident in their strength and experience as we navigate these rough waters."

Robert Half International management will conduct a conference call today at 5 p.m. EST following the release. The dial-in number is 800-862-9098 (+1-785-424-1051 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. EST today and ending at 8 p.m. EST on February 4. The dial-in number for the replay is 800-839-5685 (+1-402-220-2567 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. is the world's first and largest specialized staffing firm. It also is the parent company of Protiviti®, a global consulting and internal audit firm composed of experts in risk and advisory services. Robert Half'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.

Robert Half International has staffing and consulting operations in more than 400 locations worldwide.

(more)

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: the global financial and economic situation, 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 December 31,		Year Ended December 31,	
	2008	2007	2008	2007
	(Unaudited)		(Unaudited)	
Net service revenues	\$989,837	\$1,220,068	\$4,600,554	\$4,645,666
Direct costs of services	<u>587,451</u>	<u>696,447</u>	<u>2,686,983</u>	<u>2,667,838</u>
Gross margin	402,386	523,621	1,913,571	1,977,828
Selling, general and administrative expenses	334,895	393,911	1,496,839	1,497,957
Amortization of intangible assets	740	754	2,617	2,594
Interest income	<u>(323)</u>	<u>(2,912)</u>	<u>(5,161)</u>	<u>(13,127)</u>
Income before income taxes	67,074	131,868	419,276	490,404
Provision for income taxes	<u>28,066</u>	<u>53,052</u>	<u>169,095</u>	<u>194,192</u>
Net income	<u>\$ 39,008</u>	<u>\$ 78,816</u>	<u>\$ 250,181</u>	<u>\$ 296,212</u>
Diluted net income per share	\$.26	\$.50	\$ 1.63	\$ 1.81
Shares:				
Basic	148,190	156,068	151,607	159,767
Diluted	149,496	158,459	153,289	163,479

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

	<u>Quarter Ended December 31,</u>		<u>Year Ended December 31,</u>	
	<u>2008</u>	<u>2007</u>	<u>2008</u>	<u>2007</u>
	(Unaudited)		(Unaudited)	
REVENUES:				
Accountemps	\$374,179	\$ 453,054	\$1,735,412	\$1,744,820
OfficeTeam	179,882	222,212	827,559	860,744
Robert Half Technology	101,360	110,841	437,477	425,086
Robert Half Management Resources	134,654	165,276	625,735	618,624
Robert Half Finance & Accounting	75,578	117,590	427,499	444,090
Protiviti	124,184	151,095	546,872	552,302
Total	<u>\$989,837</u>	<u>\$1,220,068</u>	<u>\$4,600,554</u>	<u>\$4,645,666</u>
GROSS MARGIN:				
Temporary and consultant staffing	\$292,564	\$ 357,423	\$1,331,549	\$1,359,075
Permanent placement staffing	75,546	117,576	427,375	444,071
Risk consulting and internal audit services	34,276	48,622	154,647	174,682
Total	<u>\$402,386</u>	<u>\$ 523,621</u>	<u>\$1,913,571</u>	<u>\$1,977,828</u>
OPERATING INCOME:				
Temporary and consultant staffing	\$ 63,421	\$ 98,925	\$ 348,963	\$ 372,892
Permanent placement staffing	2,589	21,906	60,482	86,109
Risk consulting and internal audit services	1,481	8,879	7,287	20,870
Total	<u>\$ 67,491</u>	<u>\$ 129,710</u>	<u>\$ 416,732</u>	<u>\$ 479,871</u>
SELECTED CASH FLOW INFORMATION:				
Amortization of intangible assets	\$ 740	\$ 754	\$ 2,617	\$ 2,594
Depreciation expense	\$ 16,708	\$ 17,762	\$ 70,593	\$ 68,847
Capital expenditures	\$ 17,926	\$ 20,185	\$ 73,413	\$ 83,777
Open market repurchases of common stock (shares) ...	4,018	3,041	9,376	12,202

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

	<u>December 31,</u>	
	<u>2008</u>	<u>2007</u>
	(Unaudited)	
SELECTED BALANCE SHEET INFORMATION:		
Cash and cash equivalents	\$ 344,896	\$ 310,000
Accounts receivable, less allowances	\$ 484,808	\$ 593,169
Total assets	\$1,401,989	\$1,450,298
Current liabilities	\$ 402,991	\$ 447,952
Notes payable and other indebtedness, less current portion	\$ 1,892	\$ 3,753
Total stockholders' equity	\$ 983,888	\$ 984,049