FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 3 , | OMB APPR |
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| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number: |

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* | | | | | 2. Issuer Name and Ticker or Trading Symbol RESOURCES CONNECTION INC [RECN | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|--|--|------------|----------|--|---|---|---------------|--|---------------------------|--------|-------------------------|--------------------------------------|---|--|---|--|--|--------|--|
| GIUSTO STEPHEN | | | | l_1 | | | | | | | | | Directo | r | | 10% Ow | ner | | |
| (Last) | (F | irst) | (Middle) | , | | | | | | | | | | Officer below) | (give title | | Other (s below) | pecify | |
| 695 TOWN CENTER DRIVE - SUITE 600 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2007 | | | | | | | | Executive Vice President & CFO | | | | | |
| (Street) | | | | | 4. I | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| COSTA | MESA C | A | 92626 | | | | | | | | - 1 ' | X Form filed by One Reporting Person | | | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | | Execution Date, | | Code (Ins | | | | d (A) or r. 3, 4 and | | es For ally (D) following (I) (| | rm: Direct or Indirect (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Code V | | Amount | (A) or (D) | Price | Reported Transact (Instr. 3 a | on(s) | | | (Instr. 4) | | |
| | 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) | rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any | | | ransaction of Code (Instr. Derivative | | | ve es d | 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and A of Securities Underlying Derivative Se (Instr. 3 and 4) | | | | es g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | C | ode | v | (A) | (D) | Date Exercisable | | expiration pate | Title | Amount or Number of Shares | | | | | | |
| Non- Qualified Stock Option (right to | \$31.8 | 02/01/2007 | | | A | | 22,500 | | 02/01/2008 ⁽¹⁾ | 0. | 2/01/2017 | Common Stock | 22,500 | \$0 | 22,50 | 0 | D | | |

Explanation of Responses:

1. Options vest 25% a year from date of grant.

Stephen J. Giusto

02/02/2007

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.