FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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OMB APPROVAL								
OMB Number:	3235-0287							
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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*  DUCHENE KATE W				2. Issuer Name and Ticker or Trading Symbol RESOURCES CONNECTION INC [ RECN ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify						
(Last) 17101 A	ast) (First) (Middle) 7101 ARMSTRONG AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 09/09/2016							X	below)		fficer 8	below)  Let EVP HI	·	
(Street) IRVINE (City)	C (s	A state)	92614 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year) 09/16/2016						6. Ind Line)	<b>,</b>						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date			2. Transact Date (Month/Day	Execution Date,			ransacti Code (Ins	ion   [						6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code V	<i>,</i>	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(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)	Derivative Conversion Date Execution Date, Train Security or Exercise (Month/Day/Year) if any Control Control			e, Trans Code	nsaction of Exp			Expira	Date Exercisable and xpiration Date of Securiti Underlying Derivative (Instr. 3 an			ies g Security	8. Price of Derivative Security (Instr. 5)		re Owners Form Director Inc. (I) (Inc.) (Inc.)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ect (Instr. 4)	
				Code	v	(A)	(D)	Date Exerci	isable	Expir Date		Title	Amount or Number of Shares					
Non- Qualified Stock Option (right to buy)	\$14.52 <sup>(1)(2)</sup>	09/09/2016 <sup>(1)(2)</sup>		A		38,000		(3	3)	09/09	)/2026 <sup>(1)(2)</sup>	Common Stock	38,000	\$0	38,00	00	D	

## **Explanation of Responses:**

- 1. This amendment is filed to correct the Date of Earliest Transaction, Conversion or Exercise Price of Derivative Security, Transaction Date and Expiration Date as described below. On September 16, 2016, a Form 4 was filed for Kate W. Duchene reporting the grant of 38,000 Non-Qualified Stock Options on September 7, 2016. The date of the grant was actually September 9, 2016. On October 6, 2016, a second Form 4 was filed for Ms. Duchene re-reporting the grant of 38,000 Non-Qualified Stock Options to reflect the correct grant date of September 9, 2016; however, this second Form 4 did not indicate that it was an amendment to the first Form 4 filed on September 16, 2016. (Please see footnote 2 for additional information.)
- 2. This amendment clarifies that (a) only one award of 38,000 Non-Qualified Stock Options was granted to Ms. Duchene on September 9, 2016. with a Transaction Date of September 9, 2016 and an Expiration Date of September 9, 2026, (b) the correct exercise price is \$14.52, and (c) that no other or additional grants of Non-Qualified Stock Options were made to Ms. Duchene on September 7, 2016. Therefore the Form 4 filed for Ms. Duchene on October 6, 2016 should be disregarded.
- 3. Options vest 25% a year from date of grant.

/s/ Judy Gagnon, as Attorney-

11/04/2016

<u>in-Fact</u>

\*\* 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.