FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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OMB APPI	ROVAL
OMB Number:	3235-0287
Estimated average b	urden

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Reported

Transaction(s) (Instr. 4)

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person\* (Check all applicable) RESOURCES CONNECTION INC | RECN **BOWER JOHN D** Director 10% Owner Officer (give title Other (specify X below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Sr. VP of Finance 02/17/2006 695 TOWN CENTER DRIVE - SUITE 600 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) COSTA MESA CA 92626 Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 5. Amount of 2A. Deemed 6. Ownership 7. Nature of Indirect Beneficial Transaction Beneficially (Month/Day/Year) 5) (D) or Indirect if any Code (Instr. (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or Transaction(s) Code v Amount Price (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 6. Date Exercisable and Expiration Date 8. Price of Derivative 3. Transaction 3A Deemed 5. Number 7. Title and 9. Number of 10. 11 Nature Execution Date, Amount of derivative Conversion Ownership of Indirect or Exercise Price of (Month/Day/Year) Derivative (Month/Day/Year) Security if any Code (Instr. Securities Security Securities Form: Beneficial Underlying Derivative Security Beneficially Owned (Instr. 3) (Month/Day/Year) 8) (Instr. 5) Direct (D) Ownership (Instr. 4) Acquired (A) or Disposed Derivative or Indirect Security (Instr. 3 and 4) Following (I) (Instr. 4)

# of (D) (Instr. 3, 4

#### and 5) Number Expiration Date Title Shares Code (A) (D) Exercisable Date Incentive Stock Common Option \$27,41 02/17/2006 Α 3.917 02/17/2007<sup>(1)</sup> 02/17/2016 3,917 \$0 3.917 D (right to buy) Non-Qualified Stock 02/17/2007<sup>(1)</sup> Common 02/17/2006 6,083 \$27.41 6.083 02/17/2016 6.083 Α \$0 D Option Stock

#### **Explanation of Responses:**

(right to buv)

1. Options vest 25% after one year and 25% each year thereafter for the next three years.

John D. Bower 02/17/2006

\*\* 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.