HOWSE ELWOOD D

Check this box

if no longer

subject to

Form 4 June 14, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB 3235-0287

Washington, D.C. 20549

Number: January 31, Expires:

2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average burden hours per

response...

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HOWSE ELWOOD D			2. Issuer Name and Ticker or Tra Symbol	rading 5. Relationship of Reporting Issuer	5. Relationship of Reporting Person(s) to Issuer			
(I4)	(Fired)	(-IEE:MA)	BSQUARE CORP /WA [BS	SQR] (Check all appli	icable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director	_ 10% Owner			
3621 - 80T	H AVE., SE		06/13/2012	Officer (give title below) below	_			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group	Filing(Check			
MEDCED I	(SLAND, W <i>a</i>	N 08040	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Report Form filed by More than O	-			
MEKCEK I	ISLAND, WE	1 90040		Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Sec	ecurities Acquired, Disposed of, or Bene	ficially Owne			
1 Title of	2. Transaction	n Date 2A De	emed 3 4 Securitie	es Acquired 5 Amount of 6 Owner	shin 7 Natu			

							10 o ar, — p o	,	-,
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	es Ac	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if Transaction(A) or Disposed of				of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)
					()		Reported		
					(A)		Transaction(s)		
					or	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			
Common Stock	06/13/2012		A	16,835 (1)	A	\$0	55,252	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
	·				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Expiration	Title Amount		
						Exercisable	Date	or		
								Number		
								of		
								Shares		

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other HOWSE ELWOOD D X 3621 - 80TH AVE., SE MERCER ISLAND, WA 98040

Signatures

/s/ Brian T. Crowley for Elwood D. Howse, Jr. by Power of Attorney

06/14/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- 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).
- (1) These restricted stock units vest quarterly in equal amounts over 1 year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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