

ModusLink Global Solutions Inc
 Form 4
 October 04, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 GRAY PETER L

(Last) (First) (Middle)

C/O MODUSLINK GLOBAL SOLUTIONS, INC., 1601 TRAPELO ROAD, SUITE 170

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ModusLink Global Solutions Inc [MLNK]

3. Date of Earliest Transaction (Month/Day/Year)
 09/30/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP and General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/01/2011 | | F | 2,809 (1) D \$ 3.49 | 55,087 | D | |
| Common Stock | 10/02/2011 | | F | 2,117 (2) D \$ 3.49 | 52,970 | D | |

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

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SEC 1474 (9-02)

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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) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (right to buy) ⁽³⁾ | \$ 3.49 | 09/30/2011 | | A | 58,900 | 09/30/2012 ⁽⁴⁾ 09/30/2018 | Common Stock 58,900 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GRAY PETER L
C/O MODUSLINK GLOBAL SOLUTIONS, INC.
1601 TRAPELO ROAD, SUITE 170
WALTHAM, MA 02451

EVP and General Counsel

Signatures

/s/ Thomas B. Rosedale (Pursuant to Power of Attorney)

10/04/2011

__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) Payment of tax liability by delivering securities incident to the vesting of shares of restricted stock on October 1, 2011 in accordance with Rule 16b-3 and a pre-existing 10b5-1 Sales Plan established by the reporting person on June 13, 2011.
- (2) Payment of tax liability by delivering securities incident to the vesting of shares of restricted stock on October 2, 2011 in accordance with Rule 16b-3 and a pre-existing 10b5-1 Sales Plan established by the reporting person on January 5, 2010.
- (3) Annual option grant approved by the Human Resources and Compensation Committee of the Board of Directors on September 21, 2011 and made on September 30, 2011, the third business day after the release of earnings for the fiscal year ended July 31, 2011.
- (4) Option vests and becomes exercisable as to 25% on the first anniversary of the date of grant and the remainder in 36 equal monthly installments.

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.