

MULTIBAND CORP

Form 4

December 13, 2012

**FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

**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

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CANNELL CAPITAL LLC

(Last) (First) (Middle)

310 E. PEARL ST., UNIT A, PO  
BOX 3459

(Street)

JACKSON, WY 83001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
MULTIBAND CORP [MBND]3. Date of Earliest Transaction  
(Month/Day/Year)  
12/11/20124. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock (Class A Shares)	12/11/2012		P		4,800	A	\$ 1.66	2,453,593	I <u>(1)</u> <u>(2)</u>
									By partnerships and corporations <u>(1)</u> <u>(2)</u>
Common Stock (Class A Shares)	12/13/2012		P		14,800	A	\$ 1.69	2,468,393	I <u>(1)</u> <u>(2)</u>
									By partnerships and corporations <u>(1)</u> <u>(2)</u>

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

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SEC 1474  
(9-02)

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CANNELL CAPITAL LLC 310 E. PEARL ST., UNIT A PO BOX 3459 JACKSON, WY 83001		X		

## Signatures

/s/ J. Carlo Cannell, on behalf of Cannell Capital  
LLC

12/13/2012

\_\_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).

- As of Dec.13, 2012, Tristan Offshore Fund Ltd., Tristan Partners, LP, The Cuttyhunk Master Portfolio, Tonga Partners, LP, Cannell UCITS Fund and sundry separately managed accounts (collectively the "Funds") owned in the aggregate (i) 2,468,393 Class A shares of
- (1) common stock of Multiband, Inc. Cannell Capital LLC acts as the investment adviser to Tristan Offshore Ltd., Cuttyhunk Master Portfolio, Cannell UCITS Fund, and the Cannell separately managed accounts, and is the general partner of and investment adviser to Tristan Partners, LP and Tonga Partners LP.

- Mr. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. As such, Mr. Cannell possesses sole power to vote and direct the disposition of all securities of Multiband, Inc. held by the Funds. Thus, for the purposes of Reg. Section 240.13d-3, as of Dec. 13,
- (2) 2012, Mr. Cannell beneficially owns 2,468,393 shares. Mr. Cannell's interest in the securities reported herein is limited to the extent of his pecuniary interest in each of the Funds, if any. None of the Funds individually holds more than 3.5% of the Class A shares of Multiband, Inc.

## Edgar Filing: MULTIBAND CORP - Form 4

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

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