ModusLink Global Solutions Inc

Form 3

January 04, 2012

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Steel Partners Holdings GP

Inc.

(First)

(Last) (Middle)

Statement

(Month/Day/Year) 01/01/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol ModusLink Global Solutions Inc [MLNK]

> 4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

590 MADISON

AVENUE... 32ND FLOOR

(Street)

(State)

(Check all applicable)

See Explanation of Responses

Director 10% Owner X_ Other Officer (give title below) (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

NEW YORK. NYÂ 10022

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(City)

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5) Direct (D)

or Indirect (I) (Instr. 5)

Common Stock, par value \$0.01 (1)

(Zip)

540,015

 $I^{(2)}$

By BNS Holding, Inc.

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

SEC 1473 (7-02)

4.

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Steel Partners Holdings GP Inc. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NYÂ 10022

 \hat{A} \hat{A} \hat{A} See Explanation of Responses

Signatures

By: Steel Partners Holdings GP Inc., By: /s/ Jack L. Howard,
President

01/04/2012

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

This Form 3 is being filed by Steel Partners Holdings GP Inc. ("Steel Holdings GP") as a result of an amendment to a certain management agreement with Steel Partners Holdings L.P. whereby Steel Holdings GP assumed the power to vote and dispose of securities beneficially owned by SPH Group Holdings LLC ("SPHG Holdings"). Steel Holdings GP is a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock.

Shares owned directly by BNS Holding, Inc. ("BNS"). SPHG Holdings owns approximately 85% of the outstanding shares of Common Stock of BNS. Steel Holdings GP is the manager of SPHG Holdings. Accordingly, Steel Holdings GP may be deemed to beneficially own the shares of Common Stock of the Issuer owned directly by BNS. Steel Holdings GP disclaims beneficial ownership of the shares of Common Stock of the Issuer owned directly by BNS except to the extent of its pecuniary interest therein.

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.

Reporting Owners 2