

ModusLink Global Solutions Inc
Form 4
October 05, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

C/O MODUSLINK GLOBAL SOLUTIONS, INC., 1100 WINTER STREET, SUITE 4600

(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)
10/01/2010

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. 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) |
|---------------------------------|--------------------------------------|--|--------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 10/01/2010 | | A | 6,534 (1) | \$ 0 | 60,013 | D |
| Common Stock | 10/01/2010 | | A | 20,000 (2) | \$ 0 | 60,013 | D |
| Common Stock | 10/02/2010 | | F | 2,117 (3) | \$ 6.37 | 57,896 | D |

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

Persons who respond to the collection of information contained in this form are not

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to buy) | \$ 6.37 | 10/01/2010 | | A | 30,000 | 10/01/2011 ⁽⁴⁾ 10/01/2017 | Common Stock | 30,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GRAY PETER L
C/O MODUSLINK GLOBAL SOLUTIONS, INC.
1100 WINTER STREET, SUITE 4600
WALTHAM, MA 02451

EVP and General Counsel

Signatures

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

10/05/2010

__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).

Shares of restricted stock awarded pursuant to the ModusLink Global Solutions FY2010 Performance-Based Restricted Stock Bonus Plan as a result of the achievement by ModusLink Global Solutions of the requisite financial performance in fiscal year 2010. Restrictions

(1) lapse with respect to 33 1/3% of the shares covered thereby on each of the first three anniversaries of the date of grant, provided the reporting person remains employed by ModusLink Global Solutions or a subsidiary of ModusLink Global Solutions on such anniversary date.

Restrictions lapse with respect to 33 1/3% of the shares covered thereby on each of the first three anniversaries of the date of grant,

(2) provided the reporting person remains employed by ModusLink Global Solutions or a subsidiary of ModusLink Global Solutions on such anniversary date.

(3)

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Payment of tax liability by delivering securities incident to the vesting of shares of restricted stock on October 2, 2010 in accordance with Rule 16b-3 and a pre-existing 10b5-1 Sales Plan established by the reporting person on January 5, 2010.

- (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.

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