

Hudson Global, Inc.  
Form 4  
August 22, 2013

# 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 \*  
**WILLIAMS LATHAM**

2. Issuer Name and Ticker or Trading Symbol  
**Hudson Global, Inc. [HSON]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

560 LEXINGTON AVENUE

08/20/2013

Senior VP, Legal/Admin., Secy

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

NEW YORK, NY 10022

(City) (State) (Zip)

**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 or Price		
Common Stock	08/20/2013		P <sup>(1)</sup>		\$ 2.6526 <u>(2)</u>	37,214	D
Common Stock	08/21/2013		P <sup>(1)</sup>		\$ 2.6183 <u>(3)</u>	37,250	D
Common Stock	08/22/2013		P <sup>(1)</sup>		\$ 2.5726 <u>(4)</u>	37,288	D
Common Stock						3,156.44	I By 401(k) Plan <u>(5)</u>

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Common Stock 478.774 I By Plan <sup>(6)</sup>

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

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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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock	<sup>(7)</sup>					<sup>(7)</sup>	02/24/2014	Common Stock	5,334
Employee Stock Option (Right to Buy)	\$ 6.83					<sup>(8)</sup>	04/11/2013	Common Stock	1,500
Employee Stock Option (Right to Buy)	\$ 13.25					<sup>(9)</sup>	01/18/2015	Common Stock	12,000
Employee Stock Option (Right to Buy)	\$ 16					<sup>(9)</sup>	02/15/2016	Common Stock	5,000
Employee Stock Option (Right to Buy)	\$ 16.9					<sup>(9)</sup>	02/06/2017	Common Stock	7,500

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS LATHAM 560 LEXINGTON AVENUE NEW YORK, NY 10022			Senior VP, Legal/Admin., Secy	

## Signatures

/s/ John K. Wilson, Attorney-in-Fact for Latham  
Williams 08/22/2013

\_\_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) The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 6, 2013.  
The price in Column 4 is a weighted average price. The prices actually paid ranged from \$2.62 to \$2.70. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
- (2) The price in Column 4 is a weighted average price. The prices actually paid ranged from \$2.60 to \$2.63. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
- (3) The price in Column 4 is a weighted average price. The prices actually paid ranged from \$2.55 to \$2.59. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
- (4) Balance reflects the most current data available with regard to holdings in the 401(k) Plan.
- (5) Balance reflects the reporting person's holdings in the Hudson Global, Inc. Employee Stock Purchase Plan as of the date of this filing.
- (6) The shares of restricted stock vest as follows: 1/3 upon the 20-day average closing stock price of HSON reaching each of \$6.00, \$9.00 and \$12.00.  
Grant to reporting person of option to buy shares of common stock under the Hudson Global, Inc. Long Term Incentive Plan. The option vests and becomes exercisable as follows: 50% after 1st anniversary of the date of grant, 75% after 2nd anniversary, and 100% after 3rd anniversary.
- (7) Grant to reporting person of option to buy shares of common stock under the Hudson Global, Inc. Long Term Incentive Plan. The option vests and becomes exercisable as follows: 25% after 1st anniversary of the date of grant, 50% after 2nd anniversary, 75% after 3rd anniversary, and 100% after 4th anniversary.

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.