SEC Form 4

FORM 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 193/

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| | | | 03/30/2021 Chief Executive Officer 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
|-----------------------------|-----------------|---------------------|--|---|---------------------------|------------------------|--|
| | | | or Section 30(h) of the Investment Company Act of 1940 | | | | |
| 1. Name and Addre | 1 0 | Person [*] | °, | | | Person(s) to Issuer | |
| Eberwein Jef | <u> 1rey E.</u> | | | X | Director | 10% Owner | |
| | | | 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Own 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issue (Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issue (Check all applicable) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable) X Form filed by One Reporting Person | | | | |
| (Last) (F | (First) | (Middle) | | | , | , | |
| 53 FOREST AVENUE, SUITE 102 | | TE 102 | 03/30/2021 | | Chief Executive Officer | | |
| | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year | | ividual or Joint/Group Fi | ling (Check Applicable | |
| GREENWICH | CT | 06870 | | X | Form filed by One R | eporting Person | |
| , | | | | | , | nan One Reporting | |
| (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) | Code (Instr. | | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|-------------------------|---|------------------------------|---------------|------------------------------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | 03/30/2021 | | P ⁽¹⁾ | | 500 | Α | \$17.4 ⁽²⁾ | 121,225 | D | | |
| Common Stock | 03/31/2021 | | P ⁽¹⁾ | | 500 | A | \$17.39(2) | 121,725 | D | | |
| Common Stock | 04/01/2021 | | P ⁽¹⁾ | | 500 | A | \$16.63 ⁽²⁾ | 122,225 | D | | |
| Share Units ⁽³⁾ | | | | | | | | 57,326 | D | | |
| Share Units ⁽⁴⁾ | | | | | | | | 27,156 | D | | |

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. Transa Code (8) | | of Deriv Secu Acqu (A) o Disp of (D | erivative (Month/Day/Year) scurities cynired) or (p) (cD) str. 3, 4 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|---|--|---------------------|---|-------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The purchase of the shares reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan entered into by Mr. Eberwein.

2. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$16.55 to \$17.80, inclusive. Mr. Eberwein undertakes to provide the Issuer and any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price such shares were purchased.

3. Share Units credited to the Reporting Person's account under the Issuer's 2009 Incentive Stock and Awards Plan, as amended and restated, as of August 3, 2020. Each Share Unit is the economic equivalent of one share of Common Stock. Share Units are payable only in Common Stock upon the later to occur of (i) the satisfaction of certain performance vesting conditions and (ii) up to 90 days after the Reporting Person's separation from service.

4. Share Units credited to the Reporting Person's account under the Hudson Global, Inc. Director Deferred Share Plan. Each Share Unit is the economic equivalent of one share of Common Stock. Share Units are payable only in Common Stock up to 90 days after a director's separation from service.

Remarks:

<u>/s/ Jeffrey E. Eberwein</u>

** Signature of Reporting Person Date

04/01/2021

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

 * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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