SEC Form 4

Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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	ess of Reporting Per	son*	2. Issuer Name and Ticker or Trading Symbol Hudson Global, Inc. [HSON]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Eberwein Jeffrey E.</u>				X	Director	10% Owner		
				X	Officer (give title below)	Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year)		,	,		
53 FOREST AVENUE, SUITE 102			03/11/2022	Chief Executive Officer				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	dividual or Joint/Group Filing (Check Applicable			
GREENWICH	CT	06870		X	Form filed by One Re	porting Person		
,					Form filed by More the Person	an 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)						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)			
Share Units ⁽¹⁾	03/11/2022		A ⁽²⁾		42,190	A	\$ <mark>0</mark>	102,867	D				
Common Stock								199,378	D				
Share Units ⁽³⁾								27,156	D				

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)															
l	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)		Insaction o de (Instr. D A A (A D D O		osed) 1. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	Ownership Form:	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. Share Units credited to the Reporting Person's account under the Issuer's 2009 Incentive Stock and Awards Plan, as amended and restated. 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.

2. Share Units granted March 18, 2021 to the Reporting Person under the 2009 Plan for which the performance conditions to vesting were satisfied on March 11, 2022. In addition to the restrictions indicated in footnote 1, the Share Units are subject to time-based vesting conditions that vest 2/3 on the first anniversary of the date of grant, 1/6 on the second anniversary of the date of grant, and 1/6 on the third anniversary of the date of grant.

3. 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:

/s/ Jeffrey E. Eberwein

** Signature of Reporting Person

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.

03/15/2022

Date