## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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1. Name and Address of Reporting Person*  GRAY RICHARD S			<u>H</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol HUDSON HIGHLAND GROUP INC [										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner							
					_   HI	HGP	]									X	Officer	(give title		Other (s	· I
(Last)	(F	irst)	(Middle)		3.1	Date (	of Earlie	est Tra	nsac	ction (Mo	nth/E	Day/Year	)		$\dashv$	Λ	below)	enior Vic	re Pre	below)	
C/O HUI	DSON HIG	HLAND GROU	P, INC.			/27/2				(			,				J	cinor vic		bracin	
622 THI	RD AVENU	JE			<u> </u>										-					(2)	
(Ctroot)					_   4.	it Ame	endmer	it, Dat	e of (	Original	Filed	(Month/L	Day/Yeaı	')	6. Lin		idual or J	oint/Group	Filing	(Check App	olicable
(Street)  NEW Y(	ORK N	Y	10017													X		•		orting Persor	I
					-												Form fil Person	ed by Mor	e than	One Repor	ting
(City)	(S	tate)	(Zip)																		
		Tak	ole I - Noi	ո-Deri	vativ	e Se	curit	ies A	cqı	uired,	Dis	osed	of, or	Bene	eficial	ly (	Owned				
Da			Date	ransaction e nth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		<i>'</i>	Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr.				l 5)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of ndirect Beneficial Ownership	
										Code	v	Amoun		A) or O)	Price	Reported Transact (Instr. 3 a		ion(s)			instr. 4)
Common Stock			06/2	7/200	/2005				S		60	0	D	<b>\$15.</b>	16	6,516(1)			D		
Common Stock																119.4(2)				By 401(k) <sup>(3)</sup>	
Common Stock															1,147.932(2)				By Plan <sup>(4)</sup>		
	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)	ative Conversion Date Execution Date, if any (Month/Day/Year)					ansaction of ode (Instr. Derivative			6. Date Exercisable and Expiration Date (Month/Day/Year)				7. Title and Amount of Securities Underlying Derivativ Security (Instr. 3 and 4)		rivative			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		e ercisable	Ex <sub>I</sub>	oiration te	Title	Nu	ount or mber of ares							
Employee Stock Option (right to buy)	\$9.17 <sup>(2)</sup>								(5) 06		25/2013	Common Stock		,000 <sup>(2)</sup>	000(2)		18,000 <sup>(2)</sup>		D		
Employee Stock Option (right to buy)	\$13.25 <sup>(2)</sup>									(6)	01/	18/2015	Commo Stock		,000 <sup>(2)</sup>			80,000 <sup>(</sup>	(2)	D	

## **Explanation of Responses:**

- 1. The amount shown reflects the number of shares held following the reported transaction, as adjusted for a 2-for-1 stock split effectuated by the issuer on February 25, 2005.
- 2. The amounts and prices shown have been adjusted to reflect a 2-for-1 stock split effectuated by the issuer on February 25, 2005.
- 3. Balance reflects the most current data available with regard to holdings in the 401(k) Plan.
- 4. Balance reflects the reporting person's holdings in the Hudson Highland Group, Inc. Employee Stock Purchase Plan as of the date of this filing.
- 5. Grant to reporting person of option to buy shares of common stock under the Hudson Highland Group, 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.
- 6. Grant to reporting person of option to buy shares of common stock under the Hudson Highland Group, Inc. Long Term Incentive Plan. The option vests and becomes exercisable as follows: 50% after 3rd anniversary of the date of grant and 100% after 4th anniversary.

## Remarks:

By: John K. Wilson, Attorney-In-Fact

06/27/2005

\*\* Signature of Reporting Person

Date

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.