

Frumberg Charles
Form 4
December 13, 2010

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Frumberg Charles

2. Issuer Name **and** Ticker or Trading
Symbol
TECHTEAM GLOBAL INC
[TEAM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O EMANCIPATION CAPITAL,
LP, 825 THIRD AVENUE

(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	(A) or (D)	Price		
Common Stock	12/13/2010		U		3,147 ⁽¹⁾	D	\$ 8.35	0	D
Common Stock	12/13/2010		U		737,035 ⁽²⁾	D	\$ 8.35	0	I
									By Emancipation Capital, LP ⁽³⁾

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

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information contained in this form are not
required to respond unless the form
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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)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to Buy	\$ 0	12/13/2010		U		13,000		<u>(4)</u>	05/31/2020	Common Stock	13,000
Option - Right to Buy	\$ 0	12/13/2010		U		13,000		<u>(5)</u>	05/31/2013	Common Stock	13,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Frumberg Charles C/O EMANCIPATION CAPITAL, LP 825 THIRD AVENUE NEW YORK, NY 10022	X

Signatures

/s/ Charles

Frumberg

12/13/2010

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).

(1) Pursuant to the Agreement and Plan of Merger (the "Merger Agreement") by and among TechTeam Global, Inc. (the "Company"), Stefanini International Holdings Ltd ("Parent") and Platinum Merger Sub, Inc. ("Purchaser"), these shares were tendered pursuant to a tender offer by Purchaser to purchase all outstanding Company common stock for \$8.35 a share, without interest, less any withholding taxes. The offer was consummated on December 13, 2010.

(2) Pursuant to the Merger Agreement by and among the "Company, Parent and Purchaser, these shares were tendered pursuant to a tender offer by Purchaser to purchase all outstanding Company common stock for \$8.35 a share, without interest, less any withholding taxes. The offer was consummated on December 13, 2010.

(3) The reporting securities were directly held by Emancipation Capital Master, LTD; which is 100% owned by Emancipation Capital, LP and Emancipation Capital Offshore, LP. Emancipation Management, LLC is the investment manager of Emancipation Master, LTD. Emancipation Capital, LLC is the general partner of Emancipation Capital, LP. Charles Frumberg is the managing member of

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Emancipation Management, LLC and Emancipation Capital, LLC, and has voting and dispositive power over the securities held by Emancipation Capital Master, LTD. Emancipation Capital, LLC, Emancipation Management, LLC and Mr. Frumberg disclaim beneficial ownership of the securities held by Emancipation Capital Master, LTD.

- (4) These options, which were outstanding and unexercised immediately prior to the purchase of tendered shares by Purchaser (the "Purchase Time"), to the extent unvested, accelerated, and became fully vested and all such outstanding and unexercised options were immediately cancelled and terminated at the Purchase Time and converted into the right to receive a cash payment of \$42,250, representing (a) the excess of \$8.35 over the exercise price of each stock option, if any, multiplied by (b) the number of shares subject to such options.

- (5) These options, which were outstanding and unexercised immediately prior to the Purchase Time, to the extent unvested, accelerated, and became fully vested and all such outstanding and unexercised options were immediately cancelled and terminated at the Purchase Time and converted into the right to receive a cash payment of \$30,810, representing (a) the excess of \$8.35 over the exercise price of each stock option, if any, multiplied by (b) the number of shares subject to such options.

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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