

ASHKEN IAN G H
Form 4
October 18, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ASHKEN IAN G H

(Last) (First) (Middle)

555 THEODORE FREMD
AVE, SUITE B-302

(Street)

RYE, NY 10580

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
GLG Partners, Inc. [GLG]

3. Date of Earliest Transaction
(Month/Day/Year)
10/14/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock (Restricted)	10/14/2010		D ⁽¹⁾		48,860	D	\$ 4.5 0
Common Stock	10/14/2010		D ⁽²⁾		1,292,342	D	\$ 4.5 0
Common Stock	10/14/2010		D ⁽²⁾		100,000	D	\$ 4.5 0
							By Tasburgh LLC ⁽³⁾

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

**Persons who respond to the collection of
information contained in this form are not**

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Warrant (right to buy) <u>(4)</u> <u>(5)</u>	\$ 7.5	10/14/2010		J ⁽⁶⁾	850,000	<u>(5)</u> 12/28/2011	Common Stock 850,0
Warrant (right to buy) <u>(4)</u> <u>(5)</u>	\$ 7.5	10/14/2010		J ⁽⁷⁾	100,000	<u>(5)</u> 12/28/2011	Common Stock 100,0
Warrant (right to buy) <u>(8)</u>	\$ 7.5	10/14/2010		J ⁽⁹⁾	1,184,640	<u>(8)</u> 12/28/2011	Common Stock 1,184,

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ASHKEN IAN G H 555 THEODORE FREMD AVE SUITE B-302 RYE, NY 10580	X

Signatures

/s/ Alejandro San Miguel,
attorney-in-fact 10/18/2010

 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) These shares of restricted common stock of GLG Partners, Inc. ("GLG") awarded to Mr. Ashken under GLG's 2009 Long-Term Incentive Plan were cancelled pursuant to the Agreement and Plan of Merger dated as of May 17, 2010, as amended (the "Merger Agreement"), among Man Group plc ("Man"), Escalator Sub 1 Inc. (a wholly owned subsidiary of Man) and GLG, with GLG as the surviving corporation and a wholly owned subsidiary of Man (the "Merger"), in exchange for the right to receive \$4.50 per share in cash, without

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interest, the vesting of which was accelerated to the effective time of the Merger.

- (2) Pursuant to the Merger Agreement, these shares were cancelled in exchange for the right to receive \$4.50 per share in cash, without interest.
- (3) Mr. Ashken is the majority owner and managing member of Tasburgh LLC and may have been considered to have beneficial ownership of Tasburgh LLC's interests in GLG.
- (4) These securities were part of units, consisting of one share of common stock of GLG and one warrant.
- (5) Each warrant was exercisable for one share of common stock at any time commencing on or after December 21, 2007, provided that there was an effective registration statement in effect at such time covering the shares of common stock underlying the warrants.

Pursuant to the terms of GLG's warrant tender offer which expired on October 14, 2010, as described in GLG's Tender Offer Statement on Schedule TO, as amended, filed with the Securities and Exchange Commission on September 24, 2010 (the "Warrant Tender Offer"), Mr. Ashken tendered all 850,000 warrants in exchange for \$0.129 per warrant, in cash, without interest.
- (6) Pursuant to the terms of the Warrant Tender Offer, Tasburgh LLC tendered all 100,000 warrants in exchange for \$0.129 per warrant, in cash, without interest.

Each warrant was exercisable at any time commencing on or after December 21, 2007 if and when the last sales price of GLG's common stock exceeded \$14.25 per share for any 20 trading days within a 30 day trading period, provided that there was an effective registration statement in effect at such time covering the shares of common stock underlying the warrants.
- (7) Pursuant to the terms of the Warrant Tender Offer, Mr. Ashken tendered all 1,184,640 warrants in exchange for \$0.129 per warrant, in cash, without interest.
- (8)
- (9)

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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