

Kumar Venu Raman  
 Form 4  
 August 21, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Kumar Venu Raman**

(Last) (First) (Middle)

**C/O MMODAL INC., 9009  
 CAROTHERS PARKWAY**

(Street)

**FRANKLIN, TN US 37067**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MModal Inc. [MODL]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**08/17/2012**

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                    | 08/17/2012                           |  | U                              |   | 506,970   | D  | \$ 14 0                           |
| Common Stock                    | 08/17/2012                           |  | U                              |   | 110,516   | D  | \$ 14 0                           |

See Note (1)

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Employee Stock Option (Right to Buy)       | \$ 5.01  | 08/17/2012                           |  | D                              | 1,240,044   | (2) 08/06/2018   | Common Stock 1,240,044  |
| Employee Stock Option (Right to Buy)       | \$ 7.88  | 08/17/2012                           |  | D                              | 56,373  | (3) 06/12/2017   | Common Stock 56,373   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Kumar Venu Raman<br>C/O MMODAL INC.<br>9009 CAROTHERS PARKWAY<br>FRANKLIN, TN US 37067 |               |           | X       |       |

## Signatures

/s/ V. Raman  
Kumar 08/17/2012

\*\*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) Mr. Kumar is the sole shareholder of Zeke Limited, which owned 110, 516 shares of Common Stock jointly with Kane Trade and Finance SA in equal ratio.
  - (2) Pursuant to the Agreement and Plan of Merger, dated as of July 2, 2012, by and among the Issuer, Legend Parent, Inc., and Legend Acquisition Sub, Inc., at the effective time of the merger, the option was canceled in exchange for a cash payment of \$11,147,996, representing the difference between the exercise price of the option and \$14.00 per share.
  - (3) At the effective time of the merger, the option was canceled in the merger in exchange for a cash payment of \$345,003, representing the difference between the exercise price of the option and \$14.00 per share.

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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