

TABAK HAIM
Form 4
October 24, 2012

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TABAK HAIM

(Last) (First) (Middle)

30/6 AVERBUCH

(Street)

RAMAT HASHARON, L3 47400

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Win Global Markets, Inc. [WGMI]

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

10/23/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and An Underlying Sec (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	A N S
			Code	V	(A)	(D)				
Stock option (right to buy)	\$ 0.55	10/23/2012	D ⁽¹⁾			200,000	⁽¹⁾	12/31/2014	Common Stock	2
Stock option (right to buy)	\$ 0.55	10/23/2012	A ⁽¹⁾⁽⁵⁾		200,000		⁽¹⁾	01/15/2014	Common Stock	2
Stock option (right to buy)	\$ 1.15	10/23/2012	D ⁽²⁾			400,000	⁽²⁾	04/03/2016	Common Stock	4
Stock option (right to buy)	\$ 1.15	10/23/2012	A ⁽²⁾⁽⁵⁾		400,000		⁽²⁾	01/15/2014	Common Stock	4
Stock option (right to buy)	\$ 0.0595	10/23/2012	D ⁽³⁾			500,000	⁽³⁾	08/19/2014	Common Stock	5
Stock option (right to buy)	\$ 0.0595	10/23/2012	A ⁽³⁾⁽⁵⁾		500,000		⁽³⁾	01/15/2014	Common Stock	5
Stock option (right to buy)	\$ 0.11	10/23/2012	D ⁽⁴⁾			500,000	⁽⁴⁾	12/08/2015	Common Stock	5
Stock option (right to buy)	\$ 0.11	10/23/2012	A ⁽⁴⁾⁽⁵⁾		500,000		⁽⁴⁾	01/15/2014	Common Stock	5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TABAK HAIM 30/6 AVERBUCH RAMAT HASHARON, L3 47400			Chief Operating Officer	

Signatures

/s/ Haim Tabak

10/24/2012

**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) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on December 31, 2004 and is fully vested as of October 15, 2012.
 - (2) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on April 3, 2006 and is fully vested as of October 15, 2012.
 - (3) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on August 20, 2009 and is fully vested as of October 15, 2012.
 - (4) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on December 9, 2010 and is fully vested as of October 15, 2012.
 - (5) The options were granted pursuant to the Issuer's 2004 Global Share Option Plan, as amended, in consideration for services rendered by Mr. Tabak.

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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