

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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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 of 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 C/O MMODAL INC. 9009 CAROTHERS PARKWAY 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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