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TECHTEAM GLOBAL INC
Form 8-A12G/A
May 22, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 30549

FORM 8-A/A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(B) OR 12(G) OF THE
SECURITIES EXCHANGE ACT OF 1934

TECHTEAM GLOBAL, INC.

(Exact name of registrant as specified in its charter)

Delaware

38-2774613

(State of incorporation or organization) (I.R.S. Employer Identification No.)

27335 West 11 Mile Road
Southfield, Michigan 48034

(Address of principal executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

| Title of Each Class to be ----- so Registered ----- | Name of Each Exchange on Which Each ----- Class is to be Registered ----- |
|--|--|
|--|--|

If this Form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.[]

If this Form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective simultaneously with the effectiveness of a concurrent registration statement under the Securities Act pursuant to General Instruction A.(d), check the following box.[]

Securities to be registered pursuant to Section 12(g) of the Act:

Title of Each Class to be so Registered

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The Board of Directors of TechTeam Global, Inc. (the "Company") approved the Amendment dated May 5, 2003 ("Second Amendment"), to the Rights Agreement (the "Rights Agreement") dated as of May 6, 1997, by and between the Company and U.S. Stock Transfer Corporation, as Rights Agent, as amended on August 24, 1999. The Rights were previously registered on Form 8-A on May 9, 1997, with the modification on Form 8-A/A on September 23, 1999. A complete copy of the Rights Agreement is incorporated herein by reference from Exhibit 4.4. to the Company's Report on Form 10-K filed with the Securities and Exchange Commission on March 31, 1998.

ITEM 2. EXHIBITS

The following exhibits are filed as part of this registration statement:

| Exhibit No. ----- | Description ----- |
|----------------------|--------------------------------------|
| 1 | Second Amendment to Rights Agreement |

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

TECHTEAM GLOBAL, INC.
(Registrant)

By: /s/ Michael A. Sosin

Name: Michael A. Sosin
Title: Secretary

Dated: May 22, 2003

EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|--------------------------------------|
| EX-1 | Second Amendment to Rights Agreement |