

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**
SEC Accession No. **0000921895-08-002295**

(HTML Version on secdatabase.com)

ISSUER

IKON OFFICE SOLUTIONS INC

CIK: **3370** | IRS No.: **230334400** | State of Incorp.: **OH** | Fiscal Year End: **0930**
SIC: **5045** Computers & peripheral equipment & software

Mailing Address

*PO BOX 834
VALLEY FORGE PA 19482*

Business Address

*PO BOX 834
VALLEY FORGE PA 19482
6102968000*

REPORTING OWNER

STEEL PARTNERS II LP

CIK: **915653**
Type: **4** | Act: **34** | File No.: **001-05964** | Film No.: **081049314**

Mailing Address

*590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022*

Business Address

*590 MADISON AVENUE
32ND FLOOR
NEW YORK NY 10022
212-758-3232*

LICHTENSTEIN WARREN G

CIK: **1005784** | State of Incorp.: **NY** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-05964** | Film No.: **081049312**

Mailing Address

*C/O STEEL PARTNERS II L P
590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022*

Business Address

*C/O STEEL PARTNERS L P
32ND FLOOR 590 MADISON
AVENUE
NEW YORK NY 10022
212-758-3232*

STEEL PARTNERS II GP LLC

CIK: **1262861**
Type: **4** | Act: **34** | File No.: **001-05964** | Film No.: **081049313**

Mailing Address

*590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022*

Business Address

*590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022
212-758-3232*

Steel Partners II Master Fund L.P.

CIK: **1422280**
Type: **4** | Act: **34** | File No.: **001-05964** | Film No.: **081049311**

Mailing Address

*C/O MORGAN STANLEY FND
SVCS LTD (CAYMAN)
CRICKET SQ 2ND FL
HUTCHINS DR PO BX 2681
GRAND CAYMAN E9 KY1-1111*

Business Address

*C/O MORGAN STANLEY FND
SVCS LTD (CAYMAN)
CRICKET SQ 2ND FL
HUTCHINS DR PO BX 2681
GRAND CAYMAN E9 KY1-1111
212-520-2300*

Steel Partners LLC

CIK: **1422282**
Type: **4** | Act: **34** | File No.: **001-05964** | Film No.: **081049310**

Mailing Address

*590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022*

Business Address

*590 MADISON AVENUE, 32ND
FLOOR
NEW YORK NY 10022
212-520-2300*

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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 hours per response 0.5

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

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

1. Name and Address of Reporting Person STEEL PARTNERS II LP			2. Issuer Name and Ticker or Trading Symbol IKON OFFICE SOLUTIONS INC [IKN]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/27/2008					
590 MADISON AVENUE, 32ND FLOOR,			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) NEW YORK, NY 10022								
(City)	(State)	(Zip)						

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	(A) or (D)	Price			
Common Stock, no par value	08/27/2008		S		4,600,000	D	\$17.0058	7,856,300	D (1) (2)	
Common Stock, no par value	08/27/2008		S		5,905,918	D	\$17.001	1,950,382	D (1) (2)	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

STEEL PARTNERS II LP 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022		X		
STEEL PARTNERS II GP LLC C/O STEEL PARTNERS II, L.P. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022		X		
LICHTENSTEIN WARREN G C/O STEEL PARTNERS II, L.P. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022		X		
Steel Partners II Master Fund L.P. C/O STEEL PARTNERS II, L.P. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022		X		
Steel Partners LLC C/O STEEL PARTNERS II, L.P. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022		X		

Explanation of Responses:

1. This Form 4 is filed jointly by Steel Partners II, L.P. ("Steel Partners II"), Steel Partners II GP LLC ("Steel GP LLC"), Steel Partners II Master Fund L.P. ("Steel Master"), Steel Partners LLC ("Partners LLC") and Warren G. Lichtenstein.
2. The securities reported in this Form 4 are owned directly by Steel Partners II, and owned indirectly by Steel GP LLC by virtue of it being the general partner of Steel Partners II and Steel Master, by Steel Master by virtue of it being the sole limited partner of Steel Partners II, by Partners LLC by virtue of it being the investment manager of Steel Partners II and Steel Master and by Mr. Lichtenstein by virtue of his position as the manager of Partners LLC and the managing member of Steel GP LLC. Steel GP LLC, Steel Master, Partners LLC and Mr. Lichtenstein disclaim beneficial ownership of the shares owned by Steel Partners II except to the extent of their pecuniary interest therein.

Signatures

By: Steel Partners II, L.P., By: Steel Partners, L.L.C., General Partner, By: /s/ Sanford Antignas, as Attorney in Fact for Warren G. Lichtenstein, Managing Member	08/29/2008
By: Steel Partners II GP LLC, By: /s/ Sanford Antignas, as Attorney In Fact for Warren G. Lichtenstein, Managing Member	08/29/2008
By: /s/ Sanford Antignas, as Attorney in Fact for Warren G. Lichtenstein	08/29/2008
By: Steel Partners II Master Fund L.P., By: Steel Partners II GP LLC, General Partner, By: /s/ Sanford Antignas, as Attorney In Fact for Warren G. Lichtenstein, Managing Member	08/29/2008
By: Steel Partners LLC, By: /s/ Sanford Antignas, as Attorney In Fact for Warren G. Lichtenstein, Manager	08/29/2008
** Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.