Le Brun Christian Form 4 March 05, 2010

## FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5 obligations

may continue.

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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 See Instruction

1(b).

(Print or Type Responses)

Name and Address of Le Brun Christian	Reporting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol ORBCOMM Inc. [ORBC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (Firs	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
C/O ORBCOMM INC., 2115 LINWOOD AVENUE, SUITE 100		(Month/Day/Year) 03/03/2010	Director 10% Owner _X_ Officer (give title Other (specify below)  EVP, General Counsel & Sec.		
(Stre	et)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
FORT LEE, NJ 070	)24	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (Stat	e) (Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned		

							4	,	,
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			Securities	Form: Direct	Indirect	
(Instr. 3)	•	any	Code	Disposed	of (D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common				1 11110 4111	(2)				
							25,092 (1)	D	
Stock							, <u> </u>		

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

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

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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)	Code	5. Number of sorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Date (Month/Day/Year		7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 4.96					(2)	(2)	Common Stock
Stock Appreciation Right	\$ 2.46	03/03/2010		A	75,000	<u>(3)</u>	<u>(3)</u>	Common Stock
Stock Appreciation Right	\$ 2.46	03/03/2010		A	25,000	<u>(4)</u>	<u>(4)</u>	Common Stock
Stock Option (Right to Buy)	\$ 4.87					03/31/2009(5)	05/02/2015 <u>(5)</u>	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Le Brun Christian			EVP,				
C/O ORBCOMM INC.			General				
2115 LINWOOD AVENUE, SUITE 100			Counsel &				
FORT LEE, NJ 07024			Sec.				
0!							

## **Signatures**

/s/ Christian Le Brun 03/05/2010

\*\*Signature of I Reporting Person

## **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).
- Includes 4,667 shares underlying Time Vested Restricted Stock Units ("TV RSU") that vested on January 1, 2009. Also includes 3,425 (1) shares underlying Performance Vested Restricted Stock Units ("PV RSU") that vested in March 2009 based on achieving certain performance targets for fiscal year 2008. 1,242 PV RSUs lapsed unvested in March 2009.
- (2) Each Time Vested Stock Appreciation Right ("TV SAR") represents the right to receive payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. 30,000 of the TV SAR awards vested on December 31, 2008 and 60,000 of the TV SAR awards vested on December 31, 2009. 60,000 of the TV SAR

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awards will vest on December 31, 2010. The TV SAR awards expire on March 31, 2018 and have an exercise price of \$4.96 per share, the closing price of the common stock on the grant date.

- Each TV SAR represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. 25,000 of the TV SAR awards will vest on each of December 31, 2010, December 31, 2011 and December 31, 2012. The TV SAR awards expire on March 3, 2020 and have an exercise price of \$2.46 per share, the closing price of the common stock on the grant date.
- Each Performance Vested Stock Appreciation Right ("PV SAR") represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the PV SAR to the date of exercise of the PV SAR. The PV SAR awards vest based on the achievement by the employee and/or the Company of certain performance targets for fiscal year 2010. The PV SARs expire on March 3, 2020 and have an exercise price of \$2.46 per share, the closing price of the common stock on the grant date.
- (5) The Options became fully vested on March 31, 2009 and expire on May 2, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.