

ORBCOMM Inc.  
Form 4  
November 13, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hume Emmett

(Last) (First) (Middle)

C/O ORBCOMM INC., 2115  
LINWOOD AVE. SUITE 100

(Street)

FORT LEE, NJ 07024

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ORBCOMM Inc. [ORBC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/08/2006

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)  
Executive VP, International

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 (D) Price			
Common Stock	11/08/2006		C	50,610 A (1) 50,610	I	by Emmett Hume IRA	
Common Stock	11/08/2006		C	2,521 A (1) 53,131	D		
Common Stock	11/08/2006		C	43,427 A (1) 43,427 (2)	I	by David Hume Trust	
Common Stock	11/08/2006		C	43,427 A (1) 43,427 (3)	I	by Cara Hume Trust	
	11/08/2006		C	1,000 A (1) 44,427 (3)	I		

Common  
Stock

by Cara  
Hume  
Trust

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

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(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 (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 or Number of Shares
Stock Options	(4)					(4)	(4)	Common Stock	83,334 (4)
Restricted Stock Units (Time Vested)	(5)					(5)	(5)	Common Stock	3,734 (5)
Restricted Stock Units (Performance Vested)	(6)					(6)	(6)	Common Stock	3,734 (6)
Series A Convertible Redeemable Preferred Stock	(1)	11/08/2006		C	75,915	07/07/2004	(1)	Common Stock	50,610 (1)
Series A Convertible Redeemable Preferred Stock	(1)	11/08/2006		C	3,781	12/16/2005	(1)	Common Stock	2,521 (1)
Series A Convertible Redeemable Preferred	(1)	11/08/2006		C	65,140	07/07/2004	(1)	Common Stock	43,427 (1) (2)

Stock

Series A  
Convertible  
Redeemable Preferred  
Stock

	(1)	11/08/2006	C	65,140	07/07/2004	(1)	Common Stock	43,427 (1) (3)
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Series A  
Convertible  
Redeemable Preferred  
Stock

	(1)	11/08/2006	C	1,500	12/16/2005	(1)	Common Stock	1,000 (1) (3)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hume Emmett C/O ORBCOMM INC. 2115 LINWOOD AVE. SUITE 100 FORT LEE, NJ 07024			Executive VP, International	

## Signatures

/s/ Emmett Hume	11/09/2006
**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 Series A Convertible Redeemable Preferred Stock was automatically converted into common stock on the basis of two shares of common stock for every three shares of Preferred Stock and had no expiration date.
- (2) Includes 65,140 shares of Series A Convertible Redeemable Preferred Stock (43,247 shares of common stock) held by David Hume Trust. Mr. Hume is the trustee for the David Hume Trust and disclaims beneficial ownership of the shares held by the David Hume Trust.
- (3) Includes 66,640 shares of Series A Convertible Redeemable Preferred Stock (44,247 shares of common stock) held by Cara Hume Trust. Mr. Hume is the trustee for the Cara Hume Trust and disclaims beneficial ownership of the shares held by the Cara Hume Trust.
- (4) 83,334 Options were issued on December 3, 2004. 16,667 Options vested on such date. The remaining 66,667 Options vest at a rate of 4,167 per quarter beginning December 31, 2004. The Options expire on December 3, 2014.
- (5) Each Time Vested Restricted Stock Unit ("TV RSU") represents the right to receive one share of common stock. One-third of the TV RSU awards will vest on each of January 1, 2007, January 1, 2008 and January 1, 2009.  
  
Each Performance Vested Restricted Stock Unit ("PV RSU") represents the right to receive one share of common stock. One-third of the
- (6) PV RSU awards will vest based on the achievement by the employee and/or the Company of certain performance targets for each of the fiscal years 2006, 2007 and 2008.

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.