

ORBCOMM Inc.
Form 4
August 21, 2007

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)
48 HAMLET COURT
(Street)

SKILLMAN, NJ 08558

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2007

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) ___X___ Other (specify below)
Former officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					50,601	I	By Emmett Hume IRA
Common Stock					42,910	D	
Common Stock					21,721	I	By David Hume Trust
Common Stock					22,721	I	By Cara Hume Trust

Restricted
 Stock Units 07/30/2007 J 2,489 D (1) 0 D
 (Time
 Vested) (1)

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)

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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Options <u>(2)</u>	\$ 4.26	07/30/2007		J	10,831	<u>(3)</u> <u>(3)</u>	Common Stock	10,831
Stock Options <u>(2)</u>	\$ 4.26	08/06/2007		D	14,167	<u>(4)</u> <u>(4)</u>	Common Stock	14,167
Stock Options	\$ 4.26	08/06/2007		A	14,167	<u>(4)</u> 07/30/2008	Common Stock	14,167

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hume Emmett 48 HAMLET COURT SKILLMAN, NJ 08558				Former officer

Signatures

/s/ Emmett Hume 08/17/2007

 **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) Each Time Vested Restricted Stock Unit ("TV RSU") represents the right to receive one share of common stock. Mr. Hume's unvested TV RSUs lapsed on July 30, 2007.
- (2) 83,334 Options were issued on December 3, 2004, of which 16,667 Options vested on such date and the remaining 66,667 Options vested at a rate of 4,167 per quarter beginning December 31, 2004.
- (3) 10,831 unvested options lapsed unexercised upon termination of Mr. Hume's employment with the Company on July 30, 2007.
- (4) Pursuant to a Separation Agreement dated July 30, 2007 between Mr. Hume and ORBCOMM Inc., 10,000 unvested stock options vested and all vested stock options will be exercisable until July 30, 2008. As a result of the amendment to the outstanding options, a total of 14,167 vested options were deemed cancelled and a total of 14,167 replacement options were deemed granted.

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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