

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

ORBCOMM Inc.
Form SC 13G/A
June 13, 2007

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934

(Amendment No.1)*

ORBCOMM Inc.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of Class of Securities)

68555P100

(CUSIP Number)

May 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 pages

CUSIP No. 68555P100

Page 2 of 7 Pages

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

OHB Technology A.G.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Germany

NUMBER OF 5. SOLE VOTING POWER
SHARES 2,181,796*

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 0

EACH 7. SOLE DISPOSITIVE POWER
REPORTING 2,181,796*

PERSON 8. SHARED DISPOSITIVE POWER
WITH 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,181,796*

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.41%

12. TYPE OF REPORTING PERSON

CO

* Includes 86,541 shares issuable under warrants that are immediately exercisable.

Page 2 of 7 pages

CUSIP No. 68555P100

Page 3 of 7 Pages

1. NAME OF REPORTING PERSONS

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

ORBCOMM Deutschland A.G.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Germany

NUMBER OF 5. SOLE VOTING POWER

SHARES 60,324

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 0

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 60,324

PERSON 8. SHARED DISPOSITIVE POWER

WITH 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

60,324

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.2%

12. TYPE OF REPORTING PERSON

CO

Page 3 of 7 pages

Item 1.

(a) Name of Issuer:

ORBCOMM Inc.

(b) Address of Issuer's Principal Executive Offices:

2115 Linwood Ave. Suite 100
Fort Lee, New Jersey 07024

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

Item 2.

(a) Name of Person Filing:

(i) OHB Technology A.G.

(ii) ORBCOMM Deutschland A.G., a subsidiary of OHB Technology A.G.

(b) Address of Principal Business Office or, if none, Residence:

OHB Technology A.G.
Karl-Ferdinand-Braun-Str. 8
28359 Bremen, Germany

ORBCOMM Deutschland A.G.
Universitätsallee 29
28359 Bremen, Germany

(c) Citizenship:

(i) OHB Technology A.G.: Germany

(ii) ORBCOMM Deutschland A.G.: Germany

(d) Title of Class of Securities:

Common Stock, \$0.001 par value per share

(e) CUSIP Number:

68555P100

Item 3. If this statement is filed pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Page 4 of 7 pages

Item 4. Ownership

(1) OHB Technology A.G

(a) Amount beneficially owned: 2,181,796*

(b) Percent of class: 5.41%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 2,768,999*

(ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of:
2,181,887*

(iv) Shared power to dispose or to direct the disposition of: 0

(2) ORBCOMM Deutschland A.G.

(a) Amount beneficially owned: 60,324

(b) Percent of class: 0.2%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 76,557

(ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of:

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

60,325

(iv) Shared power to dispose or to direct the disposition of: 0

* Includes 86,542 shares issuable to OHB Technology A.G. under warrants that are immediately exercisable.

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

Not applicable.

Page 5 of 7 pages

Signature

After reasonable inquiry and to the best of our knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June , 2007

OHB Technology A.G.

By: /s/ Marco Fuchs

Name: Marco Fuchs

Title: Chief Executive Officer

Page 6 of 7 pages

EXHIBIT A

JOINT FILING AGREEMENT

Edgar Filing: ORBCOMM Inc. - Form SC 13G/A

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: February 13, 2007

OHB TECHNOLOGY A.G.

By: /s/ Marco Fuchs

Marco Fuchs
Chief Executive Officer

ORBCOMM DEUTSCHLAND A.G.

By: /s/ Marco Fuchs

Marco Fuchs
Member of Managing Board

Page 7 of 7 pages