

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) Other (specify below)
Former officer

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)
				(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

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.

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.