

RITONDARO GARY H
 Form 4
 January 03, 2019

FORM 4

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

OMB APPROVAL

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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 *
 RITONDARO GARY H

(Last) (First) (Middle)

C/O ORBCOMM INC., 395 W.
 PASSAIC STREET, SUITE 325

(Street)

ROCHELLE PARK, NJ 07662

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/01/2019

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)

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	(A) or (D)	Price
Common Stock	01/01/2019		M		2,109	A	\$ 0
							113,827
Common Stock	01/01/2019		M		7,790	A	\$ 0
							121,617

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
Restricted Stock Unit (Time Vested)	\$ 0 ⁽¹⁾	01/01/2019		M	2,109	⁽¹⁾ ⁽¹⁾	Common Stock 2,109
Restricted Stock Unit (Time Vested)	\$ 0 ⁽²⁾	01/01/2019		M	7,790	⁽²⁾ ⁽²⁾	Common Stock 7,790
Restricted Stock Unit (Time Vested)	\$ 0 ⁽³⁾	01/02/2019		A	11,750	⁽³⁾ ⁽³⁾	Common Stock 11,750

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RITONDARO GARY H
C/O ORBCOMM INC.
395 W. PASSAIC STREET, SUITE 325
ROCHELLE PARK, NJ 07662

Signatures

/s/ Christian Le Brun, by power of attorney

01/03/2019

__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).

Each Time Vested Restricted Stock Unit ("TV RSU") represented the right to receive one share of common stock or its cash equivalent.

(1) The number of TV RSUs was determined by dividing \$20,000 by the closing price of ORBCOMM Inc. ("Company") common stock on August 1, 2018 of \$9.48 per share. The TV RSUs vested on January 1, 2019.

Each TV RSU represented the right to receive one share of common stock or its cash equivalent. The number of TV RSUs was

(2) determined by dividing \$80,000 by the closing price of Company common stock on January 2, 2018 of \$10.27 per share. The TV RSUs vested on January 1, 2019.

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Each TV RSU represents the right to receive one share of common stock or its cash equivalent. The number of TV RSUs was determined (3) by dividing \$100,000 by the closing price of Company common stock on January 2, 2019 of \$8.51 per share. The TV RSUs vest on January 1, 2020.

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.