

Eisenberg Marc  
Form 4  
March 04, 2011

**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 \*  
Eisenberg Marc

(Last) (First) (Middle)

C/O ORBCOMM INC., 2115  
LINWOOD AVENUE, 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)  
03/02/2011

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)

Chief Executive 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)
			Code	V	Amount (D) Price		
Common Stock	03/02/2011		A		12,000 (1)	A	D
					176,180		

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 11							(2)	(2)	Common Stock
Stock Appreciation Right	\$ 2.46							(3)	(3)	Common Stock
Stock Appreciation Right	\$ 2.46							(4)	(4)	Common Stock
Stock Appreciation Right	\$ 4.96							(5)	(5)	Common Stock
Stock Appreciation Right	\$ 3.65	03/02/2011		A		50,000		(6)	(6)	Common Stock
Stock Option (Right to Buy)	\$ 2.325							03/31/2005 <sup>(7)</sup>	02/17/2014 <sup>(7)</sup>	Common Stock
Stock Option (Right to Buy)	\$ 2.775							03/31/2005 <sup>(8)</sup>	02/17/2014 <sup>(8)</sup>	Common Stock
Stock Option (Right to Buy)	\$ 3.375							12/31/2005 <sup>(9)</sup>	02/17/2014 <sup>(9)</sup>	Common Stock
Stock Option (Right to Buy)	\$ 4.26							12/31/2006 <sup>(10)</sup>	02/17/2014 <sup>(10)</sup>	Common Stock
Stock Option (Right to Buy)	\$ 2.325							12/31/2007 <sup>(11)</sup>	02/17/2014 <sup>(11)</sup>	Common Stock

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

