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ORBCOMM In Form 4	IC.										
January 08, 201	4										
FORM 4	4 _{UNITE}	DST	TES	SECURIT	TES AN	D EXCH	IAN	GE CO	MMISSION		PROVAL
		DOI				.C. 2054				OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O 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 Sect 30(h) of the Investment Company Act of 1940					Act of 1934,	Expires: January 31, 2005 Estimated average burden hours per response 0.5 n					
(Print or Type Resp	ponses)										
1. Name and Addı Stolte John J Jı		ng Perso	on <u>*</u>	2. Issuer Na Symbol ORBCOM			ading		. Relationship of I ssuer		
(Last)	(First)	(Middl	e)	3. Date of Ea	-	_			(Check	all applicable))
C/O ORBCOM PASSAIC STR				(Month/Day/ 01/07/2014					Director _X Officer (give t elow) EVP, Techn		Owner r (specify ations
DOCUELLE D	(Street)	7660		4. If Amendn Filed(Month/I		Original		А	. Individual or Joi pplicable Line) X_ Form filed by Ou _ Form filed by Mo	ne Reporting Per	son
ROCHELLE P	AKK, NJ U	/002						P	erson	1	C
(City)	(State)	(Zip)	1	Table I	- Non-Der	ivative Sec	curitie	es Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transactic (Month/Day		Exect any	Deemed ution Date, if th/Day/Year)	Code (Instr. 8)		ispose 4 and (A) or	ed of (D) 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/07/201	4			Code V M	Amount 3,691	(D) A	Price \$ 2.325	45,878	D	
Common Stock	01/07/201	4			S <u>(1)</u>	3,691	D	\$ 6.366 (2)	42,187	D	
Restricted Stock Unit (Performance Vested) (3)									7,000	D	
Restricted Stock Unit									40,000	D	

(Performance Vested) (4)

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.

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. Transactio Code (Instr. 8)	onof D Secu Acq (A) Disp (D)	urities uired or posed of tr. 3, 4,	6. Date Exercisab Date (Month/Day/Year		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Option (Right to Buy)	\$ 2.325	01/07/2014		М		3,691	03/31/2005(5)	02/17/2014(5)	Common Stock
Stock Appreciation Right	\$ 5.92						(6)	(6)	Common Stock
Stock Appreciation Right	\$ 4.96						(7)	(7)	Common Stock
Stock Appreciation Right	\$ 2.46						(8)	(8)	Common Stock
Stock Appreciation Right	\$ 2.46						<u>(9)</u>	<u>(9)</u>	Common Stock
Stock Appreciation Right	\$ 3.65						(10)	(10)	Common Stock
Stock Appreciation Right	\$ 2.74						(11)	<u>(11)</u>	Common Stock
Stock Appreciation Right	\$ 3.53						(12)	(12)	Common Stock

Performance Right (Performance Unit Award)	(13)	(13)	(13)	Common Stock
Performance Right (Performance Unit Award)	<u>(14)</u>	(14)	(14)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of the runner runners	Director	10% Owner	Officer	Other			
Stolte John J Jr C/O ORBCOMM INC. 395 W PASSAIC STREET, SUITE 325 ROCHELLE PARK, NJ 07662			EVP, Technology & Operations				
Signatures							
/s/ Christian Le Brun, by power of attorney	0	1/08/2014					

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.15 to \$6.49, inclusive. The reporting person undertakes to provide to ORBCOMM Inc., any security holder of ORBCOMM Inc., or the staff

(2) to \$60.45, inclusive. The reporting person undertakes to provide to orthocoming inc, any security noted of orthocoming inc, or the start of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

Each Performance Vested Restricted Stock Unit ("PV RSU") represents the right to receive one share of common stock. The PV RSU(3) awards will vest based on the achievement by the employee and/or ORBCOMM Inc. (the "Company") of certain performance targets for fiscal year 2014.

- (4) Each PV RSU represents the right to receive one share of common stock. The PV RSU awards vest based on the achievement by the employee and/or the Company of certain performance targets for fiscal year 2013.
- (5) The options for common stock ("Options") were issued on February 17, 2004 are fully vested, and expire on February 17, 2014.

Each Time Vested Stock Appreciation Right ("TV SAR") represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. The TV SAR

(6) Intervalue of one share of common stock from the date of grant of the 1v SAR to the date of exercise of the 1v SAR intervalue of awards will vest on January 1, 2015. The TV SAR awards expire on December 12, 2023 and have an exercise price of \$5.92 per share, the closing price of the common stock on the grant date.

Each TV SAR represents the right to receive payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. 30,000 of the TV SAR awards became fully vested on

- (7) December 31, 2008 and 60,000 of the TV SAR awards became fully vested on each of December 31, 2009 and December 31, 2010. The TV SAR awards expire on March 31, 2018 and have an exercise price of \$4.96 per share, the closing price of the common stock on the grant date.
- (8) Each TV SAR represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. 25,000 of the TV SAR awards vested on each of December

Reporting Owners

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31, 2010, December 31, 2011 and December 31, 2012. The TV SAR awards expire on March 3, 2020 and have an exercise price of \$2.46 per share, the closing price of the common stock on the grant date.

Each Performance Vested Stock Appreciation Right ("PV SAR") represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the PV SAR to the date of exercise of the PV SAR. The PV

(9) SAR awards vested based on the achievement by the employee and/or the Company of certain performance targets for fiscal year 2010. The PV SARs expire on March 3, 2020 and have an exercise price of \$2.46 per share, the closing price of the common stock on the grant date.

Each PV SAR represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the PV SAR to the date of exercise of the PV SAR. One half of the 50,000 PV SAR awards originally granted vested based on the achievement by the employee and/or the Company of certain performance targets for each of the fiscal years 2011 and 2012. The PV SARs expire on March 2, 2021 and have an exercise price of \$3.65 per share, the closing price of the common stock

(10) and 2012. The PV SARs expire on March 2, 2021 and have an exercise price of \$5.05 per share, the closing price of the common stock on the grant date. In March 2012, 13,750 PV SARs vested based on achievement of certain 2011 performance targets and 11,250 PV SARs lapsed unvested. (Note: The original Form 4 filing on March 4, 2011 incorrectly reported only the portion of the PV SAR award relating to 2011 performance targets. The number of PV SARs shown on this Form 4 includes the portion of the PV SAR award relating to 2012 performance targets as well.)

Each TV SAR represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. The TV SAR awards vested on December 31, 2011. The

(11) To find the date of grant of the TV SAR to the date of exercise of the TV SAR. The TV SAR awards vested on December 31, 2011. The TV SAR awards expire on October 26, 2021 and have an exercise price of \$2.74 per share, the closing price of the common stock on the grant date.

(12) Each TV SAR represents the right to receive a payment measured by the increase in the fair market value of one share of common stock from the date of grant of the TV SAR to the date of exercise of the TV SAR. The TV SAR awards vested on January 1, 2014. The TV SAR awards expire on October 24, 2022 and have an exercise price of \$3.53 per share, the closing price of the common stock on the grant date.

The 2013 Performance Unit Award ("PUA") represents the right to receive up to 45% of the reporting person's 2013 base salary, in cash, common stock or a combination of both, as determined by the Committee. The 2013 PUA is allocated in 3 equal amounts (15% of 2013 base salary) to each of 2013, 2014 and 2015 and will vest and be payable only if the stock price reaches specified price targets as of December 31 of each year and the reporting person is employed by the Company as of the vesting and payment date. No portion of the

(13) December 31 of each year and the reporting person is employed by the Company as of the vesting and payment date. No portion of the 2013 PUA will vest or be paid if the threshold stock price is not reached for that year. If the stock price is above the threshold level for that year, the amount of the 2013 PUA that will vest and be payable will increase up to the maximum portion of the 2013 PUA allocated to that year. The market price of the Company's common stock as of December 31 of each year will be based on average daily closing prices of the common stock for the 20 trading days immediately p

The 2014 PUA represents the right to receive up to 45% of the reporting person's 2014 base salary, in cash, common stock or a combination of both, as determined by the Committee. The 2014 PUA is allocated in 3 equal amounts (15% of 2014 base salary) to each of 2014, 2015 and 2016 and will vest and be payable only if the stock price reaches specified price targets as of December 31 of each

(14) year and the reporting person is employed by the Company as of the vesting and payment date. No portion of the 2014 PUA will vest or be paid if the threshold stock price is not reached for that year. If the stock price is above the threshold level for that year, the amount of the 2014 PUA that will vest and be payable will increase up to the maximum portion of the 2014 PUA allocated to that year. The market price of the Company's common stock as of December 31 of each year will be based on average daily closing prices of the common stock for the 20 trading days immediately prior to December 31.

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.