

Iridium Communications Inc.
Form 4
May 15, 2014

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 *
Baralonco Ltd

2. Issuer Name and Ticker or Trading Symbol
Iridium Communications Inc.
[IRDM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2014

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

P.O. BOX 71, ROAD TOWN

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TORTOLA, D8 VG1110

(City) (State) (Zip)

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 |

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

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SEC 1474 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|------------------------------|------------------|------------------|--|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| 6.75% Series B Cumulative Perpetual Convertible Preferred St | \$ 7.47 ⁽¹⁾ | 05/14/2014 | P ⁽²⁾ | 20,000 | | | | | ⁽¹⁾ | ⁽¹⁾ | Common Stock | 669,120 ⁽¹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Baralonco Ltd P.O. BOX 71, ROAD TOWN TORTOLA, D8 VG1110 | | X | | |
| bin Abdullah bin Abdulrahman Khalid P.O. BOX 71, ROAD TOWN TORTOLA, D8 VG1110 | | X | | |

Signatures

/s/ Larry G. Franceski,
Attorney-in-fact

05/15/2014

 **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).

- Subject to adjustment upon the occurrence of certain events set forth in the issuer's Certificate of Designations for the 6.75% Series B Cumulative Perpetual Convertible Preferred Stock, which is included as Exhibit 3.1 with the issuer's Registration Statement on Form 8-A, as filed with the Securities and Exchange Commission on May 14, 2014. The shares are convertible at any time into shares of the issuer's common stock at a conversion rate of 33.456 shares of common stock per \$250 liquidation preference, which is equivalent to an initial conversion price of approximately \$7.47 per share of common stock (subject to adjustment in certain events). There is no expiration date.
- (1) as filed with the Securities and Exchange Commission on May 14, 2014. The shares are convertible at any time into shares of the issuer's common stock at a conversion rate of 33.456 shares of common stock per \$250 liquidation preference, which is equivalent to an initial conversion price of approximately \$7.47 per share of common stock (subject to adjustment in certain events). There is no expiration date.
 - (2) The shares were purchased from the underwriters in the issuer's underwritten public offering, which closed on May 14, 2014.
 - (3) This Form 4 is a joint filing with the sole owner of Baralonco Limited. Khalid bin Abdullah bin Abdulrahman at the same business address. The joint filer is the Indirect Owner of the same shares as to which Baralonco Limited is the Direct Owner.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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