

Iridium Communications Inc.
 Form 4
 August 06, 2015

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 *
DESCH MATTHEW J

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)
**C/O IRIDIUM
 COMMUNICATIONS INC., 1750
 TYSONS BOULEVARD, SUITE
 1400**

3. Date of Earliest Transaction
 (Month/Day/Year)
08/04/2015

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

(Street)
MCLEAN, VA 22102

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/04/2015 | | P | | 14,000 | A | 7.16 |
| | | | | | | | \$ <u>(1)</u> |
| | | | | | 398,484 | D | |

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) | 8. P | | | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|----------------------------|------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| 6.75% Series B Cumulative Perpetual Convertible Preferred | \$ 7.47 ⁽²⁾ | 08/04/2015 | | P | | 100 | | ⁽³⁾ | ⁽³⁾ | Common Stock | 3,345.6 ⁽²⁾ | \$ 2 |
| 6.75% Series B Cumulative Perpetual Convertible Preferred | \$ 7.47 ⁽²⁾ | 08/04/2015 | | P | | 100 | | ⁽³⁾ | ⁽³⁾ | Common Stock | 3,345.6 ⁽²⁾ | \$ 2 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DESCH MATTHEW J C/O IRIDIUM COMMUNICATIONS INC. 1750 TYSONS BOULEVARD, SUITE 1400 MCLEAN, VA 22102 | X | | Chief Executive Officer | |

Signatures

/s/Brian Leaf,
Attorney-in-Fact

08/06/2015

 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 price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.09 to \$7.20, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price

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within the range set forth in footnote (1) to this form Form 4.

Subject to adjustment upon the occurrence of certain events set forth in the Issuer's Certificate of Designations for the 6.75% Series B

- (2) 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

- (3) \$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.

The price reported in Column 4 is a weighted average price. These shares were purchased in several transactions at prices ranging from

- (4) \$272.19 - \$273.19, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (4) to this form Form 4.

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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