

ICO Global Communications (Holdings) LTD

Form 4/A

March 15, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCAW CRAIG

2. Issuer Name and Ticker or Trading
Symbol
ICO Global Communications
(Holdings) LTD [ICOG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

EAGLE RIVER INC, 2300
CARILLON POINT

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2010

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

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/11/2010

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

KIRKLAND, WA 98033

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Class A common stock	03/09/2010		A		102,750 <u>(1)</u>	A \$ 0.7	1,977,114 <u>(2)</u>	I	By: Eagle River, Inc <u>(3)</u>
Class A common stock	03/09/2010		A		4,557,129 <u>(1)</u>	A \$ 0.7	38,628,688 <u>(2)</u>	I	By: Eagle River Satellite Holdings, LLC <u>(4)</u>
Class A common stock	03/11/2010		J <u>(5)</u>		17,932,651	D \$ 0.7	20,696,037	I	By: Eagle River Satellite

Class A common stock	03/11/2010	A	17,932,651	A	\$ 0.7	17,932,651	I	Holdings, LLC ⁽⁴⁾ By: Eagle River Partners, LLC ⁽⁶⁾
Class B common stock						44,360,000	I	By: Eagle River Satellite Holdings, LLC ⁽⁴⁾

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCAWE CRAIG EAGLE RIVER INC 2300 CARILLON POINT KIRKLAND, WA 98033	X	X		

Signatures

/s/ John L. Flynn,
attorney-in-fact

03/15/2010

__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) Amount represents additional shares subscribed for in the over-subscription right in connection with the Issuer's Rights Offering, as previously disclosed on a Form 4 filed on March 11, 2010.
- (2) Reflects revised number for shares acquired under basic subscription right and over-subscription rights, as previously disclosed on a Form 4 filed on March 11, 2010.
- (3) The Reporting Person is the sole shareholder of Eagle River, Inc.

The Reporting Person is the sole manager and beneficial member of Eagle River Investments, LLC, which is the sole member of Eagle River Satellite Holdings, LLC ("ERS") and as such may be deemed to share the power to vote or to direct the vote, or to dispose or direct the disposition of, the Issuer's securities beneficially owned by ERS. The Reporting Person disclaims beneficial ownership of the Issuer's securities directly owned by ERS, except to the extent of any pecuniary interest.
- (4) At the direction of Eagle River Satellite Holdings, LLC, 17,932,651 shares of Class A common stock were issued in the name of Eagle River Partners, LLC instead of Eagle River Satellite Holdings, LLC.

The Reporting Person is the sole manager and beneficial member of Eagle River Partners, LLC ("ERP") and as such may be deemed to share the power to vote or to direct the voting of, or to dispose or direct the disposition of, the Issuer's securities beneficially owned by ERP. The Reporting Person disclaims beneficial ownership of the Issuer's securities owned by ERP, except to the extent of any pecuniary interest.
- (5) The Reporting Person is the sole manager and beneficial member of Eagle River Partners, LLC ("ERP") and as such may be deemed to share the power to vote or to direct the voting of, or to dispose or direct the disposition of, the Issuer's securities beneficially owned by ERP. The Reporting Person disclaims beneficial ownership of the Issuer's securities owned by ERP, except to the extent of any pecuniary interest.

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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