

SKYTERRA COMMUNICATIONS INC  
Form 8-K  
July 16, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 16, 2004 (July 16, 2004)

SkyTerra Communications, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware

000-13865

23-2368845

(State or Other Jurisdiction  
of Incorporation)

(Commission  
File No.)

(IRS Employer  
Identification No.)

19 West 44th Street, Suite 507, New York, New York 10036

(Address of Principal Executive Offices, including Zip Code)

(212) 730-7540

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

ITEM 9. Regulation FD Disclosure.

On July 16, 2004, SkyTerra Communications, Inc. (the Company) issued a press release announcing its receipt of payment of approximately \$22.6 million as payment of principal and interest outstanding on the note issued by a subsidiary of the Motient Corporation. The full text of the press release issued in connection with the announcement is attached as Exhibit 99.1 to this report on Form 8-K.

The information in the report, including the exhibit hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SKYTERRA COMMUNICATIONS, INC.  
(Registrant)

DATE: July 16, 2004

By: /s/ Robert C. Lewis

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Name: Robert C. Lewis  
Title: Senior Vice President and General Counsel

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Exhibit Index

| Number | Description   |
|--------|---|
| 99.1   | Press release issued by SkyTerra Communications, Inc. on July 16, 2004. |