SEC Form 5

X

FORM 5
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.	

Form 4 Transactions Reported.

Washington, D.C. 20549

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addr Monroe Jam	ess of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol Globalstar, Inc. GSAT	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
	<u>es III</u>			X	Director	Х	10% Owner			
(Last) (First) (Middle) 1735 NINETEENTH STREET			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	X	Officer (give title below)		Other (specify below)			
			12/31/2011	Chief Executive Officer						
(Street) DENVER	СО	80202	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	idual or Joint/Group F Form filed by One Form filed by More	Reporti	ng Person			
(City)	(State)	(Zip)		X	Person		6			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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	3. Transaction Code (Instr.	4. Securities Acqu (D) (Instr. 3, 4 and	iired (A) o 5)	r Disposed Of	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	8)	Amount	(A) or (D)	Price	at end of Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Voting Common Stock	08/25/2011		P4	50,000	A	\$0.81	1,460,346	I	By Trust	
Nonvoting Common Stock	11/03/2011		J4 ⁽¹⁾	11,376,404	A	\$0.47	30,652,154	I	By Thermo Funding Company LLC	
Nonvoting Common Stock	11/30/2011		J4 ⁽¹⁾	25,229,358	A	\$0.35	55,881,512	I	By Thermo Funding Company LLC	
Voting Common Stock							146,465,355	I	By Thermo Funding Company LLC	
Voting Common Stock							38,640,750	I	By Globalstar Holdings, LLC	
Voting Common Stock							618,558	I	By Globalstar Satellite, L.P.	

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)	Execution Date, Trans	Transaction Code (Instr.	5. Number of Derivative Securities Acquired (A) Disposed of (Instr. 3, 4 an	or (D)	Expiration Date of Secu (Month/Day/Year) Underly Derivati		Expiration Date of Secur (Month/Day/Year) Underly Derivatii		Expiration Date of Securitie (Month/Day/Year) Underlying Derivative S		Expiration Date of Securities		Expiration Date of Securities Month/Day/Year) Underlying Derivative Se		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)								
Common Stock Warrant (Right to Buy)	\$1.25	06/14/2011		4P	8,000,000 ⁽²⁾		07/28/2011	06/14/2016	Voting Common Stock	8,000,000	\$ <mark>0</mark>	8,000,000	I	By Thermo Funding Company LLC						
Common Stock Warrants (Right to Buy)	\$0.01	06/19/2011		4J	5,000,000 ⁽³⁾		06/19/2011	06/19/2016	Voting Common Stock	5,000,000	\$0	16,276,114	I	By Thermo Funding Company LLC						
Common Stock Warrant (Right to Buy)	\$0.52	09/30/2011		4J ⁽⁴⁾	3,920,768		09/30/2011	06/19/2014	Voting Common Stock	3,920,768	\$ 0	9,872,845	I	By Trust						

	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)	Derivative Securities Acquired (A) Disposed of			Expiration Date of Securities D (Month/Day/Year) Underlying S			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Beneted	vative Ownership urities Form: eficially Direct (D) ned or Indirect owing (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Common Stock Warrants (Right to Buy)	\$0.49	12/30/2011		4J ⁽⁴⁾	695,129		12/30/2011	06/19/2014	Voting Common Stock	695,129	\$0	10,567,974	I	By Trust
Common Stock Warrant (Right to Buy)	\$0.01						08/06/2009	06/19/2014	Voting Common Stock	4,205,608		4,205,608	I	By Thermo Funding Company LLC
Stock Option (Right to Buy)	\$0.38						11/14/2008	11/14/2018	Voting Common Stock	200,000		200,000	D	
	nd Address of e James I	* Reporting Person*	*	,				•	*	*		*		
(Last) 1735 NI	NETEENTI	(First) H STREET	(Middle)											
(Street) DENVE	R	СО	80202											
(City)		(State)	(Zip)											
		Reporting Person [*]			1									
(Last) 1735 NI	NETEENTI	(First) H STREET	(Middle)											
(Street) DENVE	R	СО	80202											
(City)		(State)	(Zip)											
		Reporting Person [*]												
(Last) 1735 NI	NETEENTI	(First) H STREET	(Middle)											
(Street) DENVE	R	СО	80202											
(City)		(State)	(Zip)											
Explanatio	n of Respons	ses:			-									

Explanation of Responses:

1. Nonvoting Common Stock issued upon draw from contingent equity account pursuant to the Contingent Equity Agreement dated June 19, 2009.

2. Warrants issued in connection with the purchase of \$20 million principal amount of the Company's 5% Convertible Senior Unsecured Notes.

3. Warrants issued for annual loan fee under the Contingent Equity Agreement dated June 19, 2009.

4. Warrants issued under anti-dilution provision of warrants issued in connection with the Company's 8% Convertible Senior Unsecured Notes.

Remarks:

Under all arrangements with the Reporting Persons, each may elect to receive Nonvoting Common Stock upon conversion or exercise of derivative securities.

<u>/s/ Bridget C. Hoffman,</u> <u>attorney-in-fact for James</u> <u>Monroe III</u>	<u>02/14/2012</u>
<u>/s/ Bridget C. Hoffman,</u> <u>attorney-in-fact for Thermo</u> <u>Funding Company LLC</u>	<u>02/14/2012</u>
/s/ Bridget C. Hoffman, attorney-in-fact for Globalstar Holdings, LLC # Signature of Reporting Research	<u>02/14/2012</u> Date
** Signature of Reporting Person	Dale

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

 \ast 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).

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

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 Number.