

HUGHES Telematics, Inc.  
Form SC TO-C  
June 12, 2009

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

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FORM 8-K

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CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

June 12, 2009  
Date of report (Date of earliest event reported):

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HUGHES Telematics, Inc.  
(Exact Name of Registrant as Specified in Charter)

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Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-33860  
(Commission File Number)

26-0443717  
(IRS Employer  
Identification Number)

41 Perimeter Center East, Suite 400  
Atlanta, Georgia  
(Address of Principal Executive Offices)

30346  
(Zip Code)

Registrant's telephone number, including area code: (770) 391-6400

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR  
o 230.425)

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- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On June 12, 2009, HUGHES Telematics, Inc. issued a press release regarding its intention to conduct an exchange offer for its outstanding warrants. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Exhibit Title
99.1	Press Release dated June 12, 2009

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SIGNATURE

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.

HUGHES TELEMATICS, INC.

Dated: June 12, 2009

By: /s/ Robert Lewis  
Name: Robert Lewis  
Title: General Counsel and Secretary

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Exhibit Index

Exhibit Number	Exhibit Title
99.1	Press Release dated June 12, 2009