

SKYTERRA COMMUNICATIONS INC
Form SC 13D
October 05, 2006
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(a)

(Amendment No. __)

SKYTERRA COMMUNICATIONS, INC.
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

83087K107
(CUSIP Number)

Columbia Capital
Donald A. Doering
201 N. Union Street, Suite 300
Alexandria, VA 22314
703-519-2000

Edwards Angell Palmer & Dodge L.L.P.
111 Huntington Avenue
Boston, MA 02199
(617) 239-0100
Attention: Stephen O. Meredith, Esq.

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 25, 2006
(Dates of Events which Require Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is

Edgar Filing: SKYTERRA COMMUNICATIONS INC - Form SC 13D

filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act by shall be subject to all other provisions of the Act (however, see the *Notes*).

1 NAME OF REPORTING PERSON
Columbia Capital Equity Partners III (QP), L.P.
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER
BENEFICIALLY OWNED 0
BY EACH REPORTING
PERSON WITH

8 SHARED VOTING POWER
2,994,031

9 SOLE DISPOSITIVE POWER
0

10 SHARED DISPOSITIVE POWER
2,994,031

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,994,031

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW(11)
11.3%

14 TYPE OR REPORT PERSON
PN

Edgar Filing: SKYTERRA COMMUNICATIONS INC - Form SC 13D

- 1** NAME OF REPORTING PERSON
Columbia Capital Equity Partners III (Cayman), L.P.
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2** CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a)
(b)
- 3** SEC USE ONLY
- 4** SOURCE OF FUNDS
OO
- 5** CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)
- 6** CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands
- | | | |
|--|-----------|--|
| NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH | 7 | SOLE VOTING POWER
1,644,182 |
| | 8 | SHARED VOTING POWER
0 |
| | 9 | SOLE DISPOSITIVE POWER
1,644,182 |
| | 10 | SHARED DISPOSITIVE POWER
0 |
- 11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,644,182
- 12** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW(11)
6.2%
- 14** TYPE OR REPORT PERSON
PN
-

Edgar Filing: SKYTERRA COMMUNICATIONS INC - Form SC 13D

- 1** NAME OF REPORTING PERSON
Columbia Capital Equity Partners III (AI), L.P.
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2** CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a)
(b)
- 3** SEC USE ONLY
- 4** SOURCE OF FUNDS
OO
- 5** CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)
- 6** CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware
- | | | |
|---|-----------|--|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | SOLE VOTING POWER
0 |
| | 8 | SHARED VOTING POWER
165,396 |
| | 9 | SOLE DISPOSITIVE POWER
0 |
| | 10 | SHARED DISPOSITIVE POWER
165,396 |
- 11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
165,396
- 12** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW(11)
0.6%
- 14** TYPE OR REPORT PERSON
PN

Edgar Filing: SKYTERRA COMMUNICATIONS INC - Form SC 13D

- 1** NAME OF REPORTING PERSON
Columbia Capital Investors III, LLC
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2** CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a)
(b)
- 3** SEC USE ONLY
- 4** SOURCE OF FUNDS
OO
- 5** CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)
- 6** CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware
- | | | |
|--|-----------|--|
| NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH | 7 | SOLE VOTING POWER
0 |
| | 8 | SHARED VOTING POWER
738,743 |
| | 9 | SOLE DISPOSITIVE POWER |
| | 10 | SHARED DISPOSITIVE POWER
738,743 |
- 11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
738,743
- 12** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW(11)
2.8%
- 14** TYPE OR REPORT PERSON
PN
-

1 NAME OF REPORTING PERSON
Columbia Capital Employee Investors III, LLC
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF THE (a) o
GROUP (b) X