

ICO Global Communications (Holdings) LTD
Form SC 13D/A
June 10, 2008

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

SCHEDULE 13D

**(Amendment No. 4)
Under the Securities Exchange Act of 1934***

ICO Global Communications (Holdings) Limited

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

44930K108

(CUSIP Number)

Michael Colvin

Highland Capital Management, L.P.

Two Galleria Tower

13455 Noel Road, Suite 800

Dallas, Texas 75240

(972) 628-4100

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

June 5, 2008

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), (f) or (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 §240.13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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

CUSIP No. 44930K108

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NAME OF REPORTING PERSON

Highland Capital Management, L.P.

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

75-2716725

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 34,463,939

SHARES BENEFICIALLY OWNED BY 8 SHARED VOTING POWER

2,750,785

EACH
REPORTING PERSON **9** SOLE DISPOSITIVE POWER
34,463,939

WITH
10 SHARED DISPOSITIVE POWER
2,750,785

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
37,214,724

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
25.6%

14 TYPE OF REPORTING PERSON
PN, IA

CUSIP No. 44930K108

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NAME OF REPORTING PERSON

Strand Advisors, Inc.

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

95-4440863

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 34,463,939

SHARES BENEFICIALLY OWNED BY 8 SHARED VOTING POWER

2,750,785

EACH
REPORTING PERSON **9** SOLE DISPOSITIVE POWER
34,463,939

WITH
10 SHARED DISPOSITIVE POWER
2,750,785

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
37,214,724

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
25.6%

14 TYPE OF REPORTING PERSON
CO, HC

CUSIP No. 44930K108

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NAME OF REPORTING PERSON

1 James Dondero

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

NUMBER OF 39,219,796

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

2,850,785

EACH REPORTING PERSON **9** SOLE DISPOSITIVE POWER
39,219,796

WITH **10** SHARED DISPOSITIVE POWER
2,850,785

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
42,070,581

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
28.9%

14 TYPE OF REPORTING PERSON
IN, HC

CUSIP No. 44930K108

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NAME OF REPORTING PERSON

Highland Credit Strategies Fund (1)

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

20-4948762

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF

0

SHARES
BENEFICIALLY OWNED BY 8

SHARED VOTING POWER

OWNED BY

779,527

| | | | |
|-----------------------------|-----------|--------------------------|---------|
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER | 0 |
| WITH | 10 | SHARED DISPOSITIVE POWER | 779,527 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
779,527

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.5%

14 TYPE OF REPORTING PERSON
OO

(1) The Reporting Person may be deemed to be the beneficial owner of the shares of the Issuer's Class A Common Stock beneficially owned by the other Reporting Persons. However, with respect to the matters described herein, no other Reporting Person may bind, obligate or take any action, directly or indirectly, on behalf of Highland Credit Strategies Fund. The Reporting Person expressly disclaims membership in a group with respect to the issuer or securities of the issuer for the purposes of Section 13(d) or 13(g) of the Act.

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NAME OF REPORTING PERSON

Highland Equity Opportunities Fund (1)

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

20-4570552

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF

0

SHARES
BENEFICIALLY OWNED BY 8

SHARED VOTING POWER

261,201

| | | | |
|-----------------------------|-----------|--------------------------|---------|
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER | 0 |
| WITH | 10 | SHARED DISPOSITIVE POWER | 261,201 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
261,201

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.2%

14 TYPE OF REPORTING PERSON
OO

(1) The Reporting Person may be deemed to be the beneficial owner of the shares of the Issuer's Class A Common Stock beneficially owned by the other Reporting Persons. However, with respect to the matters described herein, no other Reporting Person may bind, obligate or take any action, directly or indirectly, on behalf of Highland Equity Opportunities Fund. The Reporting Person expressly disclaims membership in a group with respect to the issuer or securities of the issuer for the purposes of Section 13(d) or 13(g) of the Act.

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NAME OF REPORTING PERSON

Highland Multi-Strategy Onshore Master SubFund, L.L.C.

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

20-5237152

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF

0

SHARES
BENEFICIALLY OWNED BY 8

SHARED VOTING POWER

1,710,057

EACH REPORTING PERSON **9** SOLE DISPOSITIVE POWER
0

WITH **10** SHARED DISPOSITIVE POWER
1,710,057

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,710,057

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.2%

14 TYPE OF REPORTING PERSON
OO

CUSIP No. 44930K108

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NAME OF REPORTING PERSON

Highland Multi-Strategy Master Fund, L.P.

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

20-5237085

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Bermuda

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

1,710,057

EACH REPORTING PERSON **9** SOLE DISPOSITIVE POWER
0

WITH **10** SHARED DISPOSITIVE POWER
1,710,057

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,710,057

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.2%

14 TYPE OF REPORTING PERSON
PN/HC

This Amendment No. 4 to Schedule 13D is jointly filed by and on behalf of each reporting person to amend and/or supplement the Schedule 13D relating to shares of Class A Common Stock of the Issuer filed by such reporting person with the Securities and Exchange Commission on August 20, 2007, as amended by Amendment No. 1 to Schedule 13D filed with the Securities and Exchange Commission on December 17, 2007, by Amendment No. 2 to Schedule 13D filed with the Securities and Exchange Commission on January 17, 2008, and by Amendment No. 3 to the Schedule 13D filed with the Securities and Exchange Commission on January 28, 2008 (as amended, the **Schedule 13D**). Capitalized terms used and not defined herein shall have the meanings assigned to such terms in the Schedule 13D. Except as otherwise provided herein, all Items of the Schedule 13D remain unchanged.

Item 3. Source and Amount of Funds or Other Consideration.

The Reporting Persons have acquired an aggregate of 42,070,580 shares of Class A Common Stock (the **Shares**), which are reported herein, for an aggregate purchase price of approximately \$143,490,537.37 with a combination of funds from accounts managed by Highland Capital.

Item 4. Purpose of the Transaction

Item 4 to the Schedule 13D is hereby amended by adding the following paragraph at the end thereof as follows:

On June 5, 2008, Highland Capital entered into a Securities Purchase Agreement with the Issuer whereby it purchased 4,158,956 shares of the Issuer's Class A Common Stock through the following entities: Highland Special Situations Fund, Highland Distressed Opportunities, Inc., Highland Credit Strategies Fund, Highland Crusader Offshore Partners, L.P., Highland Credit Strategies Master Fund, L.P., and Highland Credit Opportunities CDO, L.P. A copy of the Securities Purchase Agreement is included herewith as Exhibit 3.

Item 5. Interest in Securities of the Issuer.

(a) The aggregate number and percentage of the shares of Class A Common Stock beneficially owned by each Reporting Person:

See the disclosure provided in response to Items 11 and 13 on the attached cover page(s).

(b) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

See the disclosure provided in response to Item 7 on the attached cover page(s).

(ii) shared power to vote or to direct the vote:

See the disclosure provided in response to Item 8 on the attached cover page(s).

(iii) sole power to dispose or to direct the disposition of:

See the disclosure provided in response to Item 9 on the attached cover page(s).

(iv) shared power to dispose or to direct the disposition of:

See the disclosure provided in response to Item 10 on the attached cover page(s).

(c) The following table describes transactions in the Common Stock that were effected during the past sixty days or since the most recent filing of Schedule 13D, whichever is less, by the persons named in response to paragraph (a) of this Item 5:

| Transaction Date | Reporting Person | Number of Shares Acquired | Price Per Share (\$) | Description of Transaction |
|------------------|------------------|---------------------------|----------------------|----------------------------|
| 4/21/2008 | Highland Capital | 10,400 | 3.3476 | Private Transaction |

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| | | | | |
|-----------|------------------|--------|--------|------------------------|
| 4/22/2008 | Highland Capital | 69,809 | 3.1474 | Private Transaction |
| 4/23/2008 | Highland Capital | 35,252 | 2.9906 | Private Transaction |

| Transaction Date | Reporting Person | Number of Shares Acquired | Price Per Share (\$) | Description of Transaction |
|-------------------------|-------------------------|----------------------------------|-----------------------------|-----------------------------------|
| 4/24/2008 | Highland Capital | 3,228 | 2.9988 | Private Transaction |
| 4/28/2008 | Highland Capital | 477,664 | 3.36 | Private Transaction |
| 6/5/2008 | Highland Capital | 4,158,955 | 3.6067 | Private Transaction |

(d) Other persons, including Highland Crusader Offshore Partners, L.P., may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, shares of Common Stock beneficially owned by the Reporting Persons.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 to the Schedule 13D is hereby amended by adding the language in Item 4 of this amendment at the end thereof.

Item 7. Material to Filed as Exhibits.

Item 7 is amended to include the following:

Exhibit 3 Securities Purchase Agreement, dated June 5, 2008.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 10, 2008

Highland Credit Strategy Fund

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

Highland Equity Opportunities Fund

By: Highland Fund I, its management investment company

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

Highland Multi-Strategy Onshore Master SubFund, L.L.C.

By: Highland Multi-Strategy Master Fund, L.P., its
managing member
By: Highland Multi-Strategy Fund GP, L.P., its general
partner
By: Highland Multi-Strategy Fund GP, L.L.C., its general
partner
By: Highland Capital Management, L.P., its sole member
By: Strand Advisors, Inc., its general partner

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

Highland Multi-Strategy Master Fund, L.P.

By: Highland Multi-Strategy Fund GP, L.P., its general
partner
By: Highland Multi-Strategy Fund GP, L.L.C., its general
partner
By: Highland Capital Management, L.P., its sole member
By: Strand Advisors, Inc., its general partner

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

Highland Capital Management, L.P.

By: Strand Advisors, Inc., its general partner

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

Strand Advisors, Inc.

By: /s/ James D. Dondero
Name: James D. Dondero
Title: President

James Dondero

/s/ James D. Dondero