

As filed with the Securities and Exchange Commission on November 1, 2006

Registration No.

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM S-1

REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

GLOBALSTAR, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

4899
(Primary Standard Industrial
Classification Code Number)

41-2116508
(I.R.S. Employer
Identification Number)

**461 South Milpitas Blvd.
Milpitas, California 95035
Telephone (408) 933-4000**

(Address, including zip code, and telephone number, including area code,
of registrant's principal executive offices)

Fuad Ahmad
Vice President and Chief Financial Officer
Globalstar, Inc.
461 South Milpitas Blvd.
Milpitas, California 95035
(408) 933-4000

(Name, address, including zip code, and telephone number, including area code, of agent for service)

With copies to:

Gerald S. Greenberg
Taft, Stettinius & Hollister LLP
425 Walnut Street, Suite 1800
Cincinnati, Ohio 45202
Telephone: (513) 381-2838
Facsimile: (513) 381-0205

Edward P. Tolley III
Kenneth B. Wallach
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017
Telephone: (212) 455-2000
Facsimile: (212) 455-2502

Approximate date of commencement of proposed sale to the public: As soon as practicable after this Registration Statement becomes effective.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box:

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

CALCULATION OF REGISTRATION FEE

TITLE OF EACH CLASS OF SECURITIES TO BE REGISTERED	NUMBER OF SHARES TO BE REGISTERED(1)(2)	PROPOSED MAXIMUM OFFERING PRICE PER SHARE(2)	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE(3)	AMOUNT OF REGISTRATION FEE(3)
Common Stock, par value \$0.0001 per share	1,150,000	\$17.00	\$19,550,000	\$2,092

(1) Includes shares of common stock issuable upon exercise of the underwriters' option to purchase additional shares of common stock.

(2) The 1,150,000 shares of common stock being registered in this Registration Statement are in addition to the 7,475,00 shares of common stock registered pursuant to the registrant's Registration Statement on Form S-1 (File No. 333-135809).

(3) Estimated solely for the purpose of calculating the registration fee under Rule 457(o) of the Securities Act.



EXPLANATORY NOTE

This Registration Statement is being filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended ("Rule 462(b)"). Pursuant to Rule 462(b), the contents of the Registration Statement on Form S-1 (File No. 333-135809) of Globalstar, Inc., which was declared effective by the Securities and Exchange Commission on November 1, 2006, including the exhibits thereto and each of the documents incorporated by reference therein, are incorporated by reference in this Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Milpitas, California on November 1, 2006.

GLOBALSTAR, INC.

By: /s/ Fuad Ahmad

Name: Fuad Ahmad

Title: Vice President and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Amendment to the Registration Statement has been signed by the following persons in the capacities indicated on November 1, 2006.

Signature	Title
* _____ James Monroe III	Chairman of the Board, Chief Executive Officer and Director (Principal Executive Officer)
/s/ Fuad Ahmad _____ *Fuad Ahmad	Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)
* _____ Peter J. Dalton	Director
* _____ James F. Lynch	Director
* _____ *Richard S. Roberts	Director
*By: /s/ Fuad Ahmad _____ Fuad Ahmad, as attorney-in-fact	

EXHIBIT INDEX

All exhibits filed with or incorporated by reference in Registration Statement No. 333-135809 are incorporated by reference into, and shall be deemed a part of, this Registration Statement, except the following, which are filed herewith.

Exhibit No.	Description of Exhibit
5.1	Opinion of Taft, Stettinius & Hollister LLP
23.1	Consent of Crowe Chizek and Company LLP
23.2	Consent of GHP Horwath, P.C.
24.1*	Power of Attorney

* Previously filed in connection with the Registration Statement on Form S-1 (File No. 333-135809) and incorporated herein by reference.

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[TAFT, STETTINIUS & HOLLISTER LLP LETTERHEAD]

November 1, 2006

Globalstar, Inc.
461 South Milpitas Blvd.
Milpitas, California 95035

Ladies and Gentlemen:

We have acted as counsel for Globalstar, Inc., a Delaware corporation (the "Company"), in connection with a Registration Statement on Form S-1 (the "Registration Statement") filed by the Company with the Securities and Exchange Commission (the "Commission") pursuant to Rule 462(b) under the Securities Act of 1933 (and relating to the Company's Registration Statement on Form S-1, File No. 333-135809) with respect to the sale of up to 1,150,000 shares of the Company's Common Stock (the "Shares").

It is our opinion that the registration of the sale of the Shares pursuant to the Registration Statement and the issuance of the Shares by the Company have been duly authorized by all necessary corporate action by the Company. When issued and sold as contemplated by the Registration Statement, the Shares will be validly issued, fully paid and non-assessable.

We hereby consent to the filing of this opinion letter as Exhibit 5.1 to the Registration Statement and to the reference to our firm under the caption "Legal Matters" in the Prospectus contained therein.

Very truly yours,

TAFT, STETTINIUS & HOLLISTER LLP

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[Exhibit 5.1](#)

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the use in this Registration Statement on Form S-1 of Globalstar, Inc. of our report dated May 15, 2006, except for Note 19 as to which the date is October 25, 2006, on the consolidated financial statements of Globalstar, Inc. as of and for the year ended December 31, 2005, incorporated by reference in such Registration Statement from Amendment No. 5 to the Registration Statement No. 333-135809 on Form S-1 filed by Globalstar, Inc. on October 27, 2006. We also consent to the reference to us under the heading "Experts" incorporated by reference in this Registration Statement.

/s/ Crowe Chizek and Company LLP

Crowe Chizek and Company LLP

Oak Brook, Illinois
October 31, 2006

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[Exhibit 23.1](#)

[CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM](#)

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the use in this Registration Statement on Form S-1 of Globalstar, Inc. of our report dated April 13, 2005 (except for note 12 as to which the date is May 12, 2006 and note 19 as to which the date is October 25, 2006), relating to the consolidated financial statements of Globalstar, Inc. (formerly known as Globalstar LLC) and subsidiaries (Successor Company) as of December 31, 2004, the year then ended and the period from December 5, 2003 to December 31, 2003, and the consolidated financial statements of Globalstar, L.P. and subsidiaries (Predecessor Company) for the period January 1, 2003 to December 4, 2003 (such report describes that the consolidated financial statements of the Successor Company are presented on a different basis from those of the Predecessor Company and, therefore, are not comparable in all respects, and describes that the Predecessor Company's plan of reorganization was confirmed in 2004 and the Predecessor Company was dissolved), incorporated by reference in such Registration Statement from Amendment No. 5 to the Registration Statement No. 333-135809 on Form S-1 filed by Globalstar, Inc. on October 27, 2006. We also consent to the reference to us under the heading "Experts" incorporated by reference in this Registration Statement.

/s/ GHP Horwath, P.C.

Denver, Colorado
October 31, 2006

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[Exhibit 23.2](#)

[CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM](#)