

LORAL SPACE & COMMUNICATIONS LTD
Form 10-Q/A
April 07, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q/A

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2003

Commission File Number 1-14180

Loral Space & Communications Ltd.

c/o Loral SpaceCom Corporation

600 Third Avenue
New York, New York 10016
Telephone: (212) 697-1105

Jurisdiction of incorporation: Bermuda

IRS identification number: 13-3867424

The registrant has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and has been subject to such filing requirements for the past 90 days.

Indicate by check mark whether the registrant is an accelerated filer (as defined in Exchange Act Rule 12b-2). Yes No

As of March 1, 2004 there were 45,125,202 shares of Loral Space & Communications Ltd. common stock outstanding.

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EXPLANATORY NOTE

Item 4 (Evaluation of Disclosure Controls and Procedures) of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2003 (the "Quarterly Report"), originally filed with the Securities and Exchange Commission on May 15, 2003, stated the conclusion of our certifying officers

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that, as of a date within 90 days before the filing of the Quarterly Report, our disclosure controls and procedures were adequate and designed to ensure that material information relating to the Company and its consolidated subsidiaries would be made known to them by others within those entities. As requested by the staff of the SEC, we are filing this Amendment on Form 10-Q/A to the Quarterly Report solely for the purpose of amending Item 4 of the Quarterly Report to make clear that our certifying officers concluded that, as of March 31, 2003, our disclosure controls and procedures were effective and designed to ensure that material information relating to the Company and its consolidated subsidiaries would be made known to them by others within those entities.

In addition, we have filed the following exhibits herewith:

31.1 Certification of Chief Executive Officer pursuant to 18 U.S. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

31.2 Certification of Chief Financial Officer pursuant to 18 U.S. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Except as specifically indicated herein, no other information included in the Quarterly Report on Form 10-Q is amended by this Amendment on Form 10-Q/A.

PART I

Item 4. Evaluation of Disclosure Controls and Procedures

(a) Disclosure controls and procedures. Our chief executive officer and our chief financial officer, after evaluating the effectiveness of our "disclosure controls and procedures" (as defined in the Securities and Exchange Act of 1934 Rules 13a-15(e) and 15-d-15(e)) as of March 31, 2003, have concluded that our disclosure controls and procedures were effective and designed to ensure that material information relating to Loral and its consolidated subsidiaries required to be in our filings under the Securities and Exchange Act of 1934 would be made known to them by others within those entities in a timely manner.

(b) Internal controls over financial reporting. There were no changes in our internal controls over financial reporting (as defined in the Securities and Exchange Act of 1934 Rules 13a-15(f) and 15-d-15(f)) during the most recent fiscal quarter that we judge to have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

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PART II

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

Exhibit 12 - Computation of Deficiency of Earnings to Cover Fixed Charges (1)

Exhibit 31.1- Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 +

Exhibit 31.2- Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 +

Exhibit 99.1- Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the

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Sarbanes-Oxley Act of 2002 (1)

Exhibit 99.2- Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (1)

(1) Previously filed with the registrants Quarterly Report on Form 10-Q for the period ended March 31, 2003.

+ Filed herewith

(b) Reports on Form 8-K

| Date of Report | | Description |
|------------------|---|--------------------------|
| ----- | | ----- |
| January 27, 2003 | Item 5 - Other Events | Alcatel partial decision |
| March 31, 2003 | Item 7 - Financial Statements, Pro Forma Financial Information and Exhibits | 2002 earnings release |

SIGNATURES

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 thereunto duly authorized.

LORAL SPACE & COMMUNICATIONS LTD.
Registrant

/s/ RICHARD J. TOWNSEND

Richard J. Townsend
Executive Vice President and
Chief Executive Officer
(Principal Financial Officer
and Registrant's Authorized Officer)

Date: April 7, 2004