

ERGEN THREE YEAR 2017 SATS GRAT

Form 4

December 04, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ergen Three Year 2015 SATS GRAT

(Last) (First) (Middle)

5701 S. SANTA FE DRIVE

(Street)

LITTLETON, CO 80123

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

EchoStar CORP [SATS]

3. Date of Earliest Transaction
(Month/Day/Year)

11/30/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

Joint Filing Group

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(1)	11/30/2017	G	(2)		2,035,212	(1)	(1)	Class A Common Stock	2,035,21
Class B Common Stock	(5)						(5)	(5)	Class A Common Stock	7,600,00

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ergen Three Year 2015 SATS GRAT 5701 S. SANTA FE DRIVE LITTLETON, CO 80123	Joint Filing Group
ERGEN THREE YEAR 2017 SATS GRAT 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112	X

Signatures

/s/ William R. Gouger, Trustee of the Ergen Three-Year 2015 SATS GRAT, by Joseph Turitz, his Attorney-in-Fact	12/04/2017
__Signature of Reporting Person	Date
/s/ Cantey M. Ergen, Trustee of the Ergen Three-Year 2017 SATS GRAT, by Joseph Turitz, her Attorney-in-Fact	12/04/2017
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On November 30, 2015, Charles W. Ergen established a Grantor Retained Annuity Trust ("GRAT"), the Ergen Three-Year 2015 SATS
- (1) GRAT (the "2015 GRAT"), and contributed 9,000,000 Class B shares to the 2015 GRAT. The 2015 GRAT may elect to convert any or all of its Class B shares into an equal number of Class A shares at any time for no additional consideration.
- Pursuant to the terms of the 2015 GRAT, 2,035,212 Class B shares were distributed as an annuity to Mr. Ergen on November 30, 2017,
- (2) with the 2015 GRAT retaining 4,969,546 Class B shares. The 2015 GRAT is scheduled to expire in accordance with its terms on November 30, 2018.
- There is no formal agreement to vote or dispose of the shares owned by each GRAT in a particular manner, except that the trust agreement for each GRAT contains an irrevocable provision that provides that the trustee will not dispose of any shares of the issuer held
- (3) by the GRAT unless a Change of Control Event (as defined in Item 6 of the GRATs' Schedule 13D/A filed on December 1, 2017) occurs. The dispositive and voting power of the shares held by each of the GRATs is independent of each other.
- (4) These securities are owned directly by the 2015 GRAT.

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On May 30, 2017, Charles W. Ergen established the Ergen Three-Year 2017 SATS GRAT (the "2017 GRAT"), and contributed a total of

- (5) 7,600,000 Class B shares to the 2017 GRAT. The 2017 GRAT may elect to convert any or all of its Class B shares into an equal number of Class A shares at any time for no additional consideration.
- (6) These securities are owned directly by the 2017 GRAT.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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