

DISH Network CORP  
Form 4  
December 02, 2015

**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 CHARLES W**

(Last) (First) (Middle)

9601 S. MERIDIAN BLVD.

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

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

**DISH Network CORP [DISH]**

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

11/30/2015

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 below) ☐ Other (specify below)

Chairman

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

☐ Form filed by One Reporting Person  
☒ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Class A<br>Common<br>Stock            | 11/30/2015                              |   | M                                    | V Amount A<br>495,000   | \$<br>6.32 2,641,891   | D  |   |
| Class A<br>Common<br>Stock            | 11/30/2015                              |   | G                                    | V 1 D \$ 0  | 2,641,890  | D  |   |
| Class A<br>Common<br>Stock            |   |   |                                      |   | 15,890   | I  | I <sup>(1)</sup>  |
| Class A<br>Common                     |   |   |                                      |   | 235  | I  | I <sup>(2)</sup>  |

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Stock

Class A  
Common  
Stock

19,604 I I <sup>(3)</sup>

Class A  
Common  
Stock

2,043 I I <sup>(4)</sup>

Class A  
Common  
Stock

27,000 I I <sup>(5)</sup>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of Derivative<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title<br>Underlying<br>(Instr. 3) |
|---|---|---|---|---|--|--|--------------------------------------|
|   |   |   |   | Code                                    | V (A) (D)  | Date<br>Exercisable Expiration<br>Date Date                    | Title                                |
| Class B<br>Common<br>Stock                          | <u>(6)</u>  | 11/30/2015                              |   | G <sup>(7)</sup>                        | V 8,602,416  | <u>(6)</u> <u>(6)</u>  | Class<br>Comm<br>Stoc                |
| Class B<br>Common<br>Stock                          | <u>(6)</u>  | 11/30/2015                              |   | G <sup>(7)</sup>                        | V 1,092,089  | <u>(6)</u> <u>(6)</u>  | Class<br>Comm<br>Stoc                |
| Class B<br>Common<br>Stock                          | <u>(6)</u>  | 11/30/2015                              |   | G <sup>(8)</sup>                        | V 32,000,000   | <u>(6)</u> <u>(6)</u>  | Class<br>Comm<br>Stoc                |
| Class B<br>Common<br>Stock                          | <u>(6)</u>  | 11/30/2015                              |   | G <sup>(8)</sup>                        | V 32,000,000   | <u>(6)</u> <u>(6)</u>  | Class<br>Comm<br>Stoc                |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 6.32   | 11/30/2015                              |   | M                                       | 495,000  | <u>(9)</u> 03/31/2017  | Class<br>Comm<br>Stoc                |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |          |       |
|--|---------------|-----------|----------|-------|
|  | Director      | 10% Owner | Officer  | Other |
| ERGEN CHARLES W<br>9601 S. MERIDIAN BLVD.<br>ENGLEWOOD, CO 80112 | X             | X         | Chairman |       |
| ERGEN CANTEY<br>9601 S. MERIDIAN BLVD.<br>ENGLEWOOD, CO 80112    | X             | X         |          |       |

## Signatures

Charles W. Ergen, by Brandon Ehrhart, his Attorney  
in Fact 12/02/2015

\_\_Signature of Reporting Person

Date

Cantey M. Ergen, by Brandon Ehrhart, her Attorney in  
Fact 12/02/2015

\_\_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).
- (1) The shares are held by a custodian for the reporting person's children. The reporting person disclaims beneficial ownership of the shares, except to the extent of their pecuniary interest therein.
- (2) Held by Mrs. Cantey M. Ergen.
- (3) Held by Mr. Charles W. Ergen in a 401(k) account.
- (4) Held by Mrs. Cantey M. Ergen in a 401(k) account.
- (5) The shares are held by a charitable foundation. The reporting person is an officer of the charitable foundation and has both investment control and voting power for the foundation. The reporting person disclaims beneficial ownership of the shares, except to the extent of their pecuniary interest therein.
- (6) The holder of the shares of Class B stock 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.
- (7) Pursuant to the terms of the Ergen Five-Year 2010 DISH GRAT, 1,092,089 shares were distributed as an annuity to Mr. Ergen on November 30, 2015, with the remaining 8,602,416 shares distributed to trusts for the reporting persons' family members. Following these distributions, the Ergen Five-Year 2010 DISH GRAT expired pursuant to its terms.
- (8) On November 30, 2015, the reporting person established a GRAT and contributed 32,000,000 Class B shares, resulting in the transfer of a total of 32,000,000 Class B shares.
- (9) The grant was subject to achievement of certain performance criteria prior to December 31, 2015 and vested based on achievement of such criteria. The performance criteria are not tied to the market price of the Issuer's securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.