

EchoStar CORP
Form 4
May 15, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
JACKSON MARK W

(Last) (First) (Middle)

100 INVERNESS TERRACE EAST

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EchoStar CORP [SATS]

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2013

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)

Pres-EchoStar Technologies LLC

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Class A Common Stock | 05/13/2013 | | M | | 79,999 A \$ 14.83 | 80,112 | D |
| Class A Common Stock | 05/13/2013 | | M | | 20,000 A \$ 19.08 | 100,112 | D |
| Class A Common Stock | 05/13/2013 | | M | | 40,000 A \$ 22.94 | 140,112 | D |
| Class A Common | 05/13/2013 | | M | | 20,000 A \$ 25.46 | 160,112 | D |

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| | | | | | | | | | |
|----------------------------|------------|--|---|---------|---|---------------------------|---------|--|-------------|
| Stock | | | | | | | | | |
| Class A Common Stock | 05/13/2013 | | M | 40,000 | A | \$ 25.96 | 200,112 | | D |
| Class A Common Stock | 05/13/2013 | | M | 200,000 | A | \$ 29.54 | 400,112 | | D |
| Class A Common Stock | 05/13/2013 | | S | 399,999 | D | \$ <u>(1)</u> 38.35 | 113 | | D |
| Class A Common Stock | | | | | | | 3,257 | | I By 401(k) |

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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 14.83 | 05/13/2013 | | M | 79,999 | <u>(2)</u> 03/31/2019 | Class A Common Stock 79,999 |
| Employee Stock Option (Right to Buy) | \$ 19.08 | 05/13/2013 | | M | 20,000 | <u>(3)</u> 06/30/2020 | Class A Common Stock 20,000 |
| Employee Stock Option (Right to Buy) | \$ 22.94 | 05/13/2013 | | M | 40,000 | <u>(4)</u> 12/30/2015 | Class A Common Stock 40,000 |

| | | | | | | | | |
|--------------------------------------|----------|------------|---|---------|-----|------------|----------------------|---------|
| Employee Stock Option (Right to Buy) | \$ 25.46 | 05/13/2013 | M | 20,000 | (5) | 06/30/2015 | Class A Common Stock | 20,000 |
| Employee Stock Option (Right to Buy) | \$ 25.96 | 05/13/2013 | M | 40,000 | (6) | 06/30/2014 | Class A Common Stock | 40,000 |
| Employee Stock Option (Right to Buy) | \$ 29.54 | 05/13/2013 | M | 200,000 | (7) | 03/31/2018 | Class A Common Stock | 200,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JACKSON MARK W 100 INVERNESS TERRACE EAST ENGLEWOOD, CO 80112 | | | Pres-EchoStar Technologies LLC | |

Signatures

/s/ Katherine M. Hanna, his Attorney-in-Fact
05/15/2013

**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 price reported is the weighted average price. The shares reported in this transaction were sold at prices ranging between \$38.00 and \$39.09. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the indicated range.
 - (2) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2010.
 - (3) The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2011.
 - (4) The shares underlying the option were 100% vested on the date of grant.
 - (5) The shares underlying the option were 40% vested on the date of grant with the remaining 60% vesting at the rate of 20% per year commencing June 30, 2008.
 - (6) The shares underlying the option were 60% vested on the date of grant with the remaining 40% vesting at a rate of 20% per year commencing June 30, 2008.
 - (7) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2009.

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.