

ERGEN CHARLES W
Form 4
April 26, 2012

FORM 4

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

OMB APPROVAL

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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

(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)
04/24/2012

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 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	04/24/2012		M		\$ 80,000 20.01	D	
Class A Common Stock	04/24/2012		M		\$ 400,000 21.56	D	
Class A Common Stock	04/24/2012		M		\$ 500,000 23.64	D	
Class A Common	04/24/2012		M		\$ 400,000 24.73	D	

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Stock				
Class A Common Stock		14,320	I	I <u>(1)</u>
Class A Common Stock		235	I	I <u>(2)</u>
Class A Common Stock		19,370	I	I <u>(3)</u>
Class A Common Stock		1,669	I	I <u>(4)</u>
Class A Common Stock		27,000	I	I <u>(5)</u>

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

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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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 20.01	04/24/2012		M		80,000	<u>(6)</u>	03/31/2013	Class A Common Stock	80,000
Employee Stock Option (Right to Buy)	\$ 21.56	04/24/2012		M		400,000	<u>(7)</u>	06/30/2014	Class A Common Stock	400,000
Employee Stock Option (Right to Buy)	\$ 23.64	04/24/2012		M		500,000	<u>(8)</u>	12/31/2014	Class A Common Stock	500,000

Stock Options (Right to Buy)								Common Stock	
Employee Stock Options (Right to Buy)	\$ 24.73	04/24/2012	M	400,000	<u>(9)</u>	03/31/2018		Class A Common Stock	400,000

Reporting Owners

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

Signatures

/s/ Charles W. Ergen, by Brandon Ehrhart, his Attorney in
Fact

04/26/2012

__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 Ms. Cantey Ergen.
 - (3) Held by Mr. Charlie Ergen in a 401(k) account.
 - (4) Held by Ms. Cantey Ergen in a 401(k) account.
- 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.
- (5) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2004.
 - (6) The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2005.
 - (7) The shares underlying the option vest at the rate of 20% per year, commencing on December 31, 2005.
 - (8) 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.