

ERGEN CANTEY
Form 4
September 10, 2009

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)
09/08/2009

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)
President, Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Price | | | |
| Class A Common Stock | | | | V | 448,652 | D | |
| Class A Common Stock | | | | | 18,833 | I | I (1) |
| Class A Common Stock | | | | | 235 | I | I (2) |
| Class A Common | | | | | 1,273 | I | I (3) |

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Stock

Class A

Common

Stock

27,175

I

I ⁽⁴⁾

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 Underlying (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|----------------------|-----|
| | | | | | | Date Exercisable | Expiration Date | Title | |
| | | | | | | | | | |
| | | | | | | Code | V | (A) | (D) |
| Class B Common Stock | <u>(5)</u> | 09/08/2009 | | G ⁽⁶⁾ | V 59,357,807 | <u>(5)</u> | <u>(5)</u> | Class A Common Stock | |
| Class B Common Stock | <u>(5)</u> | 09/08/2009 | | G ⁽⁶⁾ | V 59,357,807 | <u>(5)</u> | <u>(5)</u> | Class A Common Stock | |

Reporting Owners

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

Signatures

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

09/10/2009

**Signature of Reporting Person

Date

/s/ Ms. Cantey Ergen, by Brandon Ehrhart, her Attorney in Fact

09/10/2009

__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) Held by Mr. Charles W. Ergen in a 401(k) account.

(2) Held by Ms. Cantey Ergen.

(3) Held by Ms. Cantey Ergen in a 401(k) account.

(4) The shares are held by a custodian for the reporting persons' minor children. The reporting persons disclaim beneficial ownership of the shares, except to the extent of their pecuniary interest therein.

(5) The holder may elect to convert any or all of the Class B shares into an equal number of Class A shares at any time for no additional consideration.

On September 5, 2008 the reporting persons established the Ergen 2008 Two-Year GRAT, contributing 75,000,000 Class B shares.

(6) Pursuant to the terms of the Ergen 2008 Two-Year GRAT dated September 5, 2008, 59,357,807 shares were distributed as an annuity to Mr. Ergen on September 8, 2009, with the Ergen 2008 Two-Year GRAT dated September 5, 2008 retaining 15,642,193 shares. The Ergen 2008 Two-Year GRAT dated September 5, 2008 expires on September 5, 2010.

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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