SEC Form 4	
------------	--

	UNITED STATES	SECURITIES AND	EXCHANGE	COMMISSION
--	---------------	----------------	----------	------------

	OMB Number:	3235-0287
	Estimated average burden	
	hours per response:	0.5
1		

11. Nature of Indirect Beneficial Ownership (Instr. 4)

	FORM	4	UNITED	STA	ΓES	SE		IES AND			٩N	GE (	COM	MISS	SION					
Washington, D.C. 20549														APPRO						
Section 16. Form 4 or Form 5					OF CHANGES IN BENEFICIAL OWNERSHIP										OMB Number: 3235-0287 Estimated average burden					
obligations may continue. See Instruction 1(b). Filed pursual or Sec					uant to Section 16(a) of the Securities Exchange Act of 1934 Section 30(h) of the Investment Company Act of 1940										hours	hours per response: 0.5				
		Reporting Person*						cker or Trading	g Syr	mbol					ationship of k all applicat		g Perso	n(s) to Issu	er	
Ergen	Four-Yeau	<u>: 2010 SATS</u>	<u>GRAT</u>		ECH	<u>JSta</u>	<u>I CORP</u>	[ SATS ]							Director	,	Х			
(Last)	(1	First)	(Middle)	ŀ	3 Date	of F	arliest Tran	saction (Mont	h/Da	v/Year)				-	Officer (g below)		X	below)	specify	
400 INV SUITE 2	ERNESS P	ARKWAY			12/01					.,, i oui)						Joint Fi	ling Gi	oup		
	.50																			
(Street) ENGLE	WOOD C	0	80112		4. If Ar	nend	ment, Date	of Original Fil	ed (N	/lonth/Da	ay/Ye	ar)		6. Ind	5. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person					
,		Stata)	(7in)											X	Form file	ed by Mor	e than (	One Report	ting Person	
(City)	(;	State)	(Zip) Table I - Non	Doriv	ntivo	500	urities A	cauired C	lien	osod	of	or B	anofic		Jwpod					
1. Title of	Security (Ins			2. Transa		24	. Deemed	3.	İ	4. Secu	rities	Acqui	red (A)	or	5. Amount	of			7. Nature of	
				Date (Month/Da	ay/Year	)   if a	ecution Dat any onth/Day/Ye	Code (In		Dispose	ed Of	(D) (Ir	istr. 3, 4	and 5)	and 5) Securities Beneficially C Following		Owned (D) or Ir (I) (Insti		Indirect Beneficial Ownership	
								Code	v	Amoun	t	(A) (D)	or F	rice	Reported Transaction (Instr. 3 and				(Instr. 4)	
			Table II - [												wned					
1. Title of	2.	3. Transaction	( 3A. Deemed	e.g., pu	its, c	-	warrant	6. Date Exer			_		d Amou		8. Price of	9. Numt	per of	10.	11. Natur	
Derivative Security (Instr. 3)	Conversion or Exercise Price of	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year	Trans Code	action (Instr.	Der Sec	ivative urities juired (A)	Expiration D (Month/Day/	ate		Sec Der	urities	Underl Securi	ying	ying Derivative y Security		derivative Securities Beneficially		of Indirec Beneficia Ownershi	
(	Derivative Security		(	., , ,		or D	Disposed of (Instr. 3, 4						,			Owned Followin Reporte	ng	Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)	
							<u>,</u>	Date	Evr	piration		Amount o Number o				Transaction(s) (Instr. 4)				
				Code	v	(A)	(D)	Exercisable	Dat		Title		Share			<u> </u>		<u> </u>		
Class B Common Stock	(1)	12/01/2014		<b>G</b> <sup>(2)</sup>	v		1,389,373	(1)		(1)	Cor	nss A nmon rock	1,38	9,373	(1)	0		D <sup>(3)(4)</sup>		
Class B Common Stock	(1)	12/01/2014		G <sup>(5)</sup>	v		232,156	(1)		(1)	Cor	iss A nmon ock	232	,156	(1)	1,456	,698	D <sup>(6)(4)</sup>		
Class B Common Stock	(7)							(7)		(7)	Cor	nss A nmon rock	10,00	00,000		10,000	0,000	D <sup>(4)(8)</sup>		
		Reporting Person*																		
		2010 01110																		
(Last)	ERNESS P	(First)	(Middle)																	
SUITE 2																				
(Street)																				
ENGLE	WOOD	СО	80112																	
(City)		(State)	(Zip)																	
		Reporting Person*																		
(Last)		(First)	(Middle)																	
	ERNESS P	ARKWAY																		
SUITE 2	.50																			
(Street) ENGLE	WOOD	СО	80112																	
(City)		(State)	(Zip)																	
		Reporting Person*		<u>AT</u>		1														
(Last)		(First)	(Middle)																	
400 INV	ERNESS P	ARKWAY																		

SUITE 250		
(Street) ENGLEWOOD	CO	20876
(City)	(State)	(Zip)

## Explanation of Responses:

1. On November 30, 2010, Charles W. Ergen established four GRATs, contributing 2,500,000 Class B shares to each, resulting in the transfer of a total of 10,000,000 Class B shares. Each 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.

2. Pursuant to the terms of the Ergen Four-Year 2010 SATS GRAT, 317,870 shares were distributed as an annuity to Mr. Ergen on December 1, 2014, and the remaining 1,071,503 shares were distributed to a trust, the beneficiaries of which are members of Mr. Ergen's family. Following this distribution, the Ergen Four-Year 2010 SATS GRAT expired pursuant to its terms.

3. These securities were owned directly by the Ergen Four-Year 2010 SATS GRAT.

4. 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 by the GRAT unless a Change of Control Event (as defined in Item 6 of the GRATs' Schedule 13D/A filed on June 2, 2014) occurs. The dispositive and voting power of the shares held by each of the GRATs is independent of each of each of the GRATs and in that respect is able to control the disposition and voting of the shares of Class B Common Stock owned by each such GRAT.

5. Pursuant to the terms of the Ergen Five-Year 2010 SATS GRAT, 232,156 shares were distributed as an annuity to Mr. Ergen on December 1, 2014, with the Ergen Five-Year 2010 SATS GRAT retaining 1,456,698 shares. The Ergen Five-Year 2010 SATS GRAT expires on November 30, 2015.

6. These securities are owned directly by the Ergen Five-Year 2010 SATS GRAT.

7. On May 30, 2014, Charles W. Ergen established a GRAT and contributed 10,000,000 Class B shares to the GRAT. The 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.

8. These securities are owned directly by the Ergen Three-Year 2014 SATS GRAT.

## **Remarks:**

/s/ William R. Gouger, Trustee of the Ergen Four-Year 2010 12/03/2014 SATS GRAT, by Katherine M. Hanna, His Attorney-in-Fact /s/ William R. Gouger, Trustee of the Ergen Five-Year 2010 12/03/2014 SATS GRAT, by Katherine M. Hanna, His Attorney-in-Fact /s/ William R. Gouger, Trustee of the Ergen Three-Year 2014 12/03/2014 SATS GRAT, by Katherine M. Hanna, His Attorney-in-Fact \*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.