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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

		f Reporting Person* YEAR 2017 S	ATS GRAT					ker or Tradin	g Sy	mbol				ationship of k all applical Director		Person	• •	
(Last) 9601 S. N	(MERIDIAN	First) N BLVD.	(Middle)		3. Date 12/02/			action (Mon	th/Da	ay/Year)				Officer (g below)	give title		Other (s below)	pecify
(Street) ENGLE	WOOD (CO	80112		1. If Am	endn	nent, Date o	of Original Fi	led (Month/Da	y/Year)		6. Indivine)		d by One	Report	Check Appli ting Person One Reporti	
(City)	(:	State)	(Zip)		···· 0				<u> </u>		-f D-		-11 (
		l	able I - Non-D	eriva	tive S	ecu	irities Ac	quired, I	וכוע	osed (oτ, or Be	петісі	ally (Jwnea				
1. Title of Security (II		nstr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Yea		Code (Instr.							y	Form: (D) or	orm: Direct 0) or Indirect) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) or (D)		e	Transaction(s) (Instr. 3 and 4)				1154. 4)
			Table II - De (e.					uired, Di s, option						wned				
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. Transa Code (8)		Deri Sec Acq or D	umber of vative urities uired (A) visposed of (Instr. 3, 4 5)	Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Securities Derivative (Instr. 3 and	Underly Security	ying Derivative		9. Number derivative Securities Beneficial Owned Following Reported Transact	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount Number Shares			(Instr. 4)			
Class B Common Stock	(1)	12/02/2019		G ⁽²⁾			2,611,427	(1)		(1)	Class A Common Stock	2,611,	427	(1)	0(2))	D ⁽²⁾⁽³⁾	
Class B Common Stock	(4)	12/02/2019		G ⁽⁵⁾			5,733,901	(4)		(4)	Class A Common Stock	5,733,	901	(4)	14,266,0)99 ⁽⁵⁾	D ⁽³⁾⁽⁵⁾⁽⁶⁾	

1. Name and Address of Reporting Person

EDGENITWO VEAD 2017 SATS GDAT

ERGEN TWO	YEAR 2017	SAIS GRAI
(Last)	(First)	(Middle)
9601 S. MERIDIA	AN BLVD.	
(Street)		
ENGLEWOOD	CO	80112
(City)	(State)	(Zip)
1. Name and Address	of Reporting Perso	n [*]
Ergen Two-Yea	ar November	2018 SATS GRAT
(Last)	(First)	(Middle)
9601 S. MERIDIA	AN BLVD.	
(Street)		
ENGLEWOOD	CO	80112
-		

Explanation of Responses:

- 1. On November 30, 2017, Mr. Ergen established the Ergen Two-Year 2017 SATS GRAT (the "2017 November GRAT") and contributed a total of 8,000,000 Class B shares to such trust. The 2017 November GRAT could have elected 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. Mrs. Cantey M. Ergen served as the trustee of the 2017 November GRAT.
- 2. Pursuant to the terms of the 2017 November GRAT, all of the remaining 2,611,427 Class B shares were distributed as an annuity to Mr. Ergen on December 2, 2019 and the 2017 November GRAT expired in accordance with its terms.
- 3. 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 December 3, 2019) occurs. The dispositive and voting power of the shares held by each of the GRATs is independent of each other.
- 4. On November 30, 2018, Mr. Ergen established the Ergen Two-Year November 2018 SATS GRAT (the "2018 November GRAT") and contributed a total of 20,000,000 Class B shares to such trust. The 2018 November 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. The 2018 November GRAT is scheduled to expire in accordance with its terms on November 30, 2020. Mrs. Cantey M. Ergen serves as the trustee of the 2018 November GRAT.
- 5. Pursuant to the terms of the 2018 November GRAT, 5,733,901 Class B shares were distributed to Mr. Ergen as an annuity payment on December 2, 2019, with the 2018 November GRAT retaining 14,266,099 Class B shares.

6. These securities are owned directly by the 2018 November GRAT.

Remarks:

/s/ Cantey M. Ergen, Trustee of the Ergen Two-Year 2017 SATS GRAT, by Joseph Turitz, her Attorney-in-Fact /s/ Cantey M. Ergen, Trustee of

the Ergen Two-Year November 2018 SATS GRAT, by Joseph Turitz, her 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.