

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
PLEASE SEE ATTACHMENT

18 Can any resulting loss be recognized? ▶ PLEASE SEE ATTACHMENT

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ PLEASE SEE ATTACHMENT

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 2/14/2024

Print your name ▶ MILTON VON MINDEN III Title ▶ VICE PRESIDENT, TAX

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

ECHOSTAR CORPORATION

EIN: 26-1232727

ATTACHMENT TO IRS FORM 8937 – PART II

REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations related to the effects of the Merger (as defined below) on the tax basis of shares of common stock of EchoStar received in exchange for shares of common stock of DISH Network. (“DISH”). The information contained herein does not constitute tax advice and does not purport to be complete or describe the tax consequences that may apply to particular categories of shareholders. Neither EchoStar nor DISH Network provides tax advice to its shareholders. Shareholders are encouraged to consult their own tax advisors regarding the particular consequences of the Merger to them (including the applicability and effect of all U.S. federal, state and local tax laws and non-U.S. tax laws) and should carefully read the joint proxy statement/prospectus, which is part of a Registration Statement on Form S-4 that EchoStar filed on November 06, 2023 with the Securities and Exchange Commission, noting especially the discussion under the heading “Material U.S. Federal Income Tax Consequences of the Merger.” The information provided herein is subject to such discussion in all respects. The Registration Statement may be accessed at www.sec.gov.

Line 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders’ ownership is measured for the action.

On October 2, 2023, EchoStar, DISH Network and EAV Corp. (the “Merger Sub”), a Nevada corporation and a wholly owned subsidiary of EchoStar, entered into an Amended and Restated Agreement and Plan of Merger (the “Merger Agreement”). The Merger Agreement provided, among other things, that subject to the satisfaction or waiver of the conditions set forth therein, EchoStar would acquire DISH Network by means of a merger of Merger Sub with and into DISH Network (the “Merger”), with DISH Network surviving the Merger as a wholly owned subsidiary of EchoStar.

On the terms and subject to the conditions set forth in the Merger Agreement, at the effective time of the Merger (the “Effective Time”), each share of DISH Network Class A Common Stock and DISH Network Class C Common Stock converted into 0.350877 shares of EchoStar Class A Common Stock. All DISH Network Class B Common Stock converted into 0.350877 shares of EchoStar Class B Common Stock. No fractional shares were issued. Any holder of DISH Network Common Stock who would otherwise have been entitled to receive a fraction of a share of EchoStar Common Stock pursuant to the Merger Agreement will be entitled to receive a cash payment in lieu thereof, without interest. As a result of the Merger, DISH Network survives the merger as wholly owned subsidiary of EchoStar.

The Effective Time was 11:59 PM EST on December, 31, 2023.

Line 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

The Merger qualifies as a “reorganization” within the meaning of Section 368(a) of the Code, a DISH shareholder who exchanges its shares of DISH Common Stock for shares of EchoStar Common Stock. In this Merger there will not be any recognized gain or loss for U.S. federal income tax purposes, except with respect to cash, if any, received in lieu of fractional shares of EchoStar Common Stock. Each such DISH shareholder’s aggregate tax basis in the shares of EchoStar Common Stock received pursuant to the Merger (including any fractional share of EchoStar Common Stock for which cash was received) will equal EchoStar’s shareholder’s aggregate adjusted tax basis in the shares of EchoStar Common Stock exchanged in the Merger. Each such DISH shareholder that receives cash in lieu of a fractional share of EchoStar Common Stock generally will recognize capital gain or loss equal to the difference between the amount of cash received and the tax basis in such fractional share, determined as described above.

The holding period of such U.S. holders EchoStar Class A Common Stock received in the Merger (including any fractional share of EchoStar Class A Common Stock for which cash is received) will include the U.S. holder’s holding period of the DISH Network Class A Common Stock at the time of the Merger

Line 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

See description of basis calculation in Part II, Line 15, above.

Line 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

IRC Sections 368(a), 354, 361, 1001, 1221, and 1223

Line 18 – Can any resulting loss be recognized?

Generally, no gain or loss will be recognized for tax purposes because of the merger. The exception is cash received, in lieu of fractional shares of EchoStar

Line 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Merger was completed on December 31, 2023. For EchoStar shareholders whose taxable year is the calendar year, the reportable tax year is 2023. The Merger qualifies as a tax-free reorganization.