

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

**Form 8-K**

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): April 27, 2023

**ECHOSTAR CORPORATION**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction of  
incorporation)

**001-33807**  
(Commission File Number)

**26-1232727**  
(IRS Employer Identification No.)

**100 INVERNESS TERRACE E.,**  
(Address of principal executive offices)

**ENGLEWOOD,**

**COLORADO**

**80112**  
(Zip Code)

**(303) 706-4000**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class                     | Trading Symbol(s) | Name of each exchange on which registered |
|---|-------------------|---|
| Class A common stock, \$0.001 par value | SATS              | The NASDAQ Stock Market LLC               |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On April 27, 2023, EchoStar Corporation (“EchoStar”) held its 2023 Annual Meeting of Shareholders (the “2023 Annual Meeting”).

The following matters were voted upon at the 2023 Annual Meeting:

1. Election of R. Stanton Dodge, Michael T. Dugan, Charles W. Ergen, Lisa W. Hershman, Pradman P. Kaul, C. Michael Schroeder, Jeffrey R. Tarr and William D. Wade as directors to serve until the 2024 Annual Meeting of Shareholders or until their respective successors shall be duly elected and qualified;
2. Ratification of the appointment of KPMG LLP as EchoStar’s independent registered public accounting firm for the fiscal year ending December 31, 2023;
3. Non-binding advisory vote on the compensation of EchoStar’s named executive officers; and
4. Non-binding advisory vote on the frequency of future advisory votes on the compensation of EchoStar’s named executive officers.

The following are the final voting results for each of the items voted on at the 2023 Annual Meeting:

**Proposal 1: Election of Directors:**

| Nominee              | Votes       |            |                  |
|----------------------|-------------|------------|------------------|
|                      | For         | Withheld   | Broker Non-Votes |
| R. Stanton Dodge     | 490,976,115 | 11,172,801 | 4,435,160        |
| Michael T. Dugan     | 490,910,111 | 11,238,805 | 4,435,160        |
| Charles W. Ergen     | 490,694,457 | 11,454,459 | 4,435,160        |
| Lisa W. Hershman     | 491,545,832 | 10,603,084 | 4,435,160        |
| Pradman P. Kaul      | 490,860,933 | 11,287,983 | 4,435,160        |
| C. Michael Schroeder | 489,274,119 | 12,874,797 | 4,435,160        |
| Jeffrey R. Tarr      | 489,682,807 | 12,466,109 | 4,435,160        |
| William D. Wade      | 487,111,283 | 15,037,633 | 4,435,160        |

**Proposal 2: Ratification of the appointment of KPMG LLP:**

|  | Votes       |         |         |
|--|-------------|---------|---------|
|  | For         | Against | Abstain |
|  | 506,255,185 | 286,454 | 42,437  |

**Proposal 3: Non-binding Advisory Vote on Executive Compensation:**

| <b>Votes</b> |                |                |                  | <b>Broker</b> |
|--------------|----------------|----------------|------------------|---------------|
| <b>For</b>   | <b>Against</b> | <b>Abstain</b> | <b>Non-Votes</b> |               |
| 493,571,464  | 8,442,894      | 134,558        | 4,435,160        |               |

**Proposal 4: Non-binding Advisory Vote on the Frequency of Future Advisory Votes on Executive Compensation:**

| <b>Votes</b>  |               |               |                | <b>Broker</b>    |
|---------------|---------------|---------------|----------------|------------------|
| <b>1 Year</b> | <b>2 Year</b> | <b>3 Year</b> | <b>Abstain</b> | <b>Non-Votes</b> |
| 19,001,475    | 45,784        | 482,962,842   | 138,815        | 4,435,160        |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ECHOSTAR CORPORATION

Date: April 28, 2023

By: /s/ Dean A. Manson  
Dean A. Manson  
Chief Legal Officer and Secretary

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