



**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): **September 12, 2011**

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.
ENGLEWOOD, COLORADO**
(Address of principal executive offices)

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))
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Item 2.02. Results of Operations and Financial Condition.

EchoStar Corporation is hereby furnishing certain financial information regarding its wholly-owned subsidiary EH Holding Corporation (“EHHC”) as set forth on Exhibit 99.2 hereto, which is incorporated by reference herein.

The information contained in this Item 2.02 is being furnished and shall not be deemed “filed” with the Securities and Exchange Commission or otherwise incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 7.01. Regulation FD Disclosure.

On September 12, 2011, EHHC, a wholly-owned subsidiary of EchoStar Corporation and the parent company of newly acquired Hughes Communications, Inc., posted certain of its financial information on EchoStar Corporation’s investor relations website at <http://sats.client.shareholder.com/financials.cfm>.

Such information is set forth on Exhibit 99.2 hereto, which is incorporated by reference herein.

The information contained in this Item 7.01 is being furnished and shall not be deemed “filed” with the Securities and Exchange Commission or otherwise incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
Exhibit 99.1	Press release dated September 12, 2011
Exhibit 99.2	Financial Information Regarding EHHC

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: September 12, 2011

By: /s/ R. Stanton Dodge
R. Stanton Dodge
Executive Vice President,
General Counsel and Secretary

Exhibit Index

Exhibit No.	Description
Exhibit 99.1	Press release dated September 12, 2011
Exhibit 99.2	Financial Information Regarding EHC

EchoStar Corporation Subsidiary, EH Holding Corporation, Releases Second Quarter 2011 Financial Statements

ENGLEWOOD, CO, Sept. 12, 2011—EH Holding Corporation, a wholly-owned subsidiary of EchoStar Corporation (NASDAQ: SATS) and the parent company of newly acquired Hughes Communications, Inc., today posted certain of its financial information on EchoStar Corporation's investor relations website at <http://sats.client.shareholder.com/financials.cfm>.

About EchoStar

EchoStar Corporation (NASDAQ: SATS) is a premier global provider of satellite operations and digital TV solutions that enhance today's home entertainment lifestyle. Its wholly owned subsidiary, Hughes, is the world's leading provider of satellite broadband for home and office, delivering innovative network technologies and managed network services for enterprises and governments in more than 100 countries. Among the many offerings of this combined powerhouse in broadband data and video are HughesNet®, the market's #1 high-speed satellite Internet service; Sling Media's award-winning SlingLoaded® technology; and Move Networks' adaptive bit-rate streaming technology.

Headquartered in Englewood, Colo. with more than 4,600 employees worldwide, EchoStar has more than 25 years of experience designing, developing and distributing award-winning television set-top boxes, services and related delivery products for television. EchoStar delivers satellite broadband and transport services for enterprises, governments, small businesses, and consumers using 10 satellites and related broadcast licenses around the globe. For more information, please visit www.EchoStar.com and www.Hughes.com.

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EH Holding Corporation
Interim Condensed Consolidated Financial Statements
For the Quarter Ended June 30, 2011

Notice to Readers

The interim condensed consolidated financial statements for the quarter ended June 30, 2011 have been prepared by and are the responsibility of the management of EH Holding Corporation (the “Company”). These interim condensed consolidated financial statements have not been reviewed or audited by the Company’s independent registered public accounting firm, have not been subject to any audit procedures and without supporting notes, are inherently incomplete.

These interim condensed consolidated financial statements of the Company represent a combination of (i) the historical financial position and results of operations of certain entities within EchoStar Corporation (“EchoStar”) that generally represent EchoStar’s satellite service business prior to the Company’s formation in March 2011 (at which time the assets and liabilities presented in these financial statements prior to such formation were contributed by EchoStar to the Company as part of such formation) and (ii) the consolidated financial position and results of operations subsequent to the Company’s formation, which include Hughes Communications, Inc. (“Hughes”) after June 8, 2011 as a result of the Company’s acquisition of Hughes.

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EH HOLDING CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(Dollars in thousands, except share amounts)
(Unaudited)

	As of	
	June 30, 2011	December 31, 2010
Assets		
<i>Current Assets:</i>		
Cash and cash equivalents	\$ 193,264	\$ 106
Marketable investment securities	237,555	-
Trade accounts receivable, net of allowance for doubtful accounts of \$5,387 and \$4,725, respectively	182,655	6,505
Trade accounts receivable - DISH Network, net of allowance for doubtful accounts of zero	34,900	32,455
Advances to affiliate, net	15,403	-
Inventory	55,739	-
Deferred tax assets	16,222	4,994
Other current assets	49,421	8,261
Total current assets	785,159	52,321
<i>Noncurrent Assets:</i>		
Restricted cash and marketable investment securities	21,712	16,575
Property and equipment, net of accumulated depreciation of \$1,153,704 and \$1,096,705, respectively	1,788,714	818,087
FCC authorizations	465,658	65,658
Intangible assets, net of amortization of \$5,945 and \$7, respectively	426,369	11
Goodwill	513,712	-
Marketable and other investment securities	26,804	724
Other noncurrent assets, net	133,550	43,300
Total noncurrent assets	3,376,519	944,355
Total assets	\$ 4,161,678	\$ 996,676
Liabilities and Stockholder's Equity (Deficit)		
<i>Current Liabilities:</i>		
Trade accounts payable	\$ 110,221	\$ 9,273
Trade accounts payable - DISH Network	6,923	8,703
Deferred revenue and other	63,261	3,403
Accrued interest	12,056	126
Accrued expenses and other	112,162	16,520
Current portion of long-term debt and capital lease obligations	57,910	52,213
Total current liabilities	362,533	90,238
<i>Long-Term Obligations, Net of Current Portion:</i>		
Long-term debt and capital lease obligations, net of current portion	2,346,402	359,550
Deferred tax liabilities	333,300	66,021
Other long-term liabilities	16,319	234
Total long-term obligations, net of current portion	2,696,021	425,805
Total liabilities	3,058,554	516,043
Commitments and Contingencies		
<i>Stockholder's Equity (Deficit):</i>		
Common stock, \$.01 par value, 1,000,000 shares authorized, 1,000 shares and zero shares issued and outstanding, respectively	-	-
Owner's net investment	-	480,633
Additional paid-in capital	1,223,861	-
Accumulated other comprehensive income (loss)	(1,367)	-
Accumulated earnings (deficit)	(130,205)	-
Total EH Holding Corporation stockholder's equity (deficit)	1,092,289	480,633
Noncontrolling interest	10,835	-
Total stockholder's equity (deficit)	1,103,124	480,633
Total liabilities and stockholder's equity (deficit)	\$ 4,161,678	\$ 996,676

EH HOLDING CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
AND COMPREHENSIVE INCOME (LOSS)

(In thousands)

(Unaudited)

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2011	2010	2011	2010
Revenue:				
Services and other revenue	\$ 73,312	\$ 12,025	\$ 88,206	\$ 23,820
Services and other revenue - DISH Network	52,982	53,884	106,028	105,423
Equipment revenue	25,223	225	25,187	518
Total revenue	<u>151,517</u>	<u>66,134</u>	<u>219,421</u>	<u>129,761</u>
Costs and Expenses:				
Cost of sales - services and other (exclusive of depreciation shown separately below)	42,830	16,767	59,897	30,305
Cost of sales - equipment (exclusive of depreciation shown separately below)	19,809	236	19,812	352
Selling, general and administrative expenses	17,105	2,777	23,296	5,693
Depreciation and amortization	39,460	23,512	62,928	48,653
Total costs and expenses	<u>119,204</u>	<u>43,292</u>	<u>165,933</u>	<u>85,003</u>
Operating income (loss)	<u>32,313</u>	<u>22,842</u>	<u>53,488</u>	<u>44,758</u>
Other Income (Expense):				
Interest income	255	2	285	4
Interest expense, net of amounts capitalized	(13,680)	(6,067)	(17,113)	(15,323)
Hughes acquisition costs	(34,500)	-	(34,500)	-
Other, net	8,968	23	9,367	12
Total other income (expense)	<u>(38,957)</u>	<u>(6,042)</u>	<u>(41,961)</u>	<u>(15,307)</u>
Income (loss) before income taxes	(6,644)	16,800	11,527	29,451
Income tax (provision) benefit, net	(749)	(6,199)	(7,437)	(10,867)
Net income (loss)	(7,393)	10,601	4,090	18,584
Less: Net income (loss) attributable to noncontrolling interest	87	-	87	-
Net income (loss) attributable to EH Holding Corporation common shareholder	<u>\$ (7,480)</u>	<u>\$ 10,601</u>	<u>\$ 4,003</u>	<u>\$ 18,584</u>
Comprehensive Income (Loss):				
Net income	\$ (7,393)	\$ 10,601	\$ 4,090	\$ 18,584
Foreign currency translation adjustments	(170)	-	(362)	-
Unrealized holding gains (losses) on available-for-sale securities	(7,776)	-	(1,005)	-
Comprehensive income (loss)	(15,339)	10,601	2,723	18,584
Less: Comprehensive income (loss) attributable to noncontrolling interest	87	-	87	-
Comprehensive income (loss) attributable to EH Holding Corporation common shareholder	<u>\$ (15,426)</u>	<u>\$ 10,601</u>	<u>\$ 2,636</u>	<u>\$ 18,584</u>

EH HOLDING CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(In thousands)
(Unaudited)

	For the Six Months Ended June 30,	
	2011	2010
Cash Flows From Operating Activities:		
Net income (loss)	\$ 4,090	\$ 18,584
<i>Adjustments to reconcile net income (loss) to net cash flows from operating activities:</i>		
Depreciation and amortization	62,928	48,653
Equity in losses (earnings) of affiliates	(579)	-
Non-cash, stock-based compensation	104	443
Deferred tax expense (benefit)	8,190	10,867
Other, net	(6,410)	(43)
Change in noncurrent assets	(292)	1,868
Changes in current assets and current liabilities, net	(30,715)	2,352
Net cash flows from operating activities	37,316	82,724
Cash Flows From Investing Activities:		
Purchases of marketable investment securities	(120,951)	-
Sales and maturities of marketable investment securities	349,216	-
Purchases of property and equipment	(66,877)	(71,172)
Acquisition of Hughes, net of cash acquired of \$84,768	(2,090,165)	-
Change in restricted cash and cash equivalents	52	787
Other, net	(1,837)	-
Net cash flows from investing activities	(1,930,562)	(70,385)
Cash Flows From Financing Activities:		
Proceeds from issuance of long-term debt	2,000,000	-
Repayment of long-term debt and capital lease obligations	(24,318)	(36,004)
Deferred debt issuance costs	(55,845)	-
Contributions from (distributions to) parent	166,379	23,665
Other	42	-
Net cash flows from financing activities	2,086,258	(12,339)
Effect of exchange rates on cash and cash equivalents	146	-
Net increase (decrease) in cash and cash equivalents	193,158	-
Cash and cash equivalents, beginning of period	106	-
Cash and cash equivalents, end of period	<u>\$ 193,264</u>	<u>\$ -</u>
Supplemental Disclosure of Cash Flow Information:		
Cash paid for interest (including capitalized interest)	<u>\$ 21,375</u>	<u>\$ 21,191</u>
Capitalized interest	<u>\$ 14,895</u>	<u>\$ 6,838</u>
Cash received for interest	<u>\$ 136</u>	<u>\$ 3</u>
Cash paid to parent for income taxes	<u>\$ 65</u>	<u>\$ 53</u>
Satellites and other assets financed under capital lease obligations	<u>\$ 17,351</u>	<u>\$ 46,959</u>
Reduction of capital lease obligations and associated asset value for AMC-16	<u>\$ 6,616</u>	<u>\$ 34,693</u>
Marketable investment securities contributed in connection with the Hughes Acquisition, excluding cash and cash equivalents	<u>\$ 442,473</u>	<u>\$ -</u>

