SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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1. Name and Addres Dodge R Stan	1 0	son*	2. Issuer Name and Ticker or Trading Symbol <u>DISH Network CORP</u> [DISH]	(Check	tionship of Reporting Pers all applicable) Director	10% Owner
(Last) 9601 S. MERIDI	(First) AN BLVD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/06/2013	X	Officer (give title below) EVP, Gen Counse	Other (specify below) l and Sec
(Street) ENGLEWOOD	СО	80112	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than	orting Person
(City)	(State)	(Zip) Table I - Non-Deriva	ative Securities Acquired, Disposed of, or Benefi	cially (Person Owned	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	12/06/2013		M ⁽¹⁾		5,000	A	\$22.46	5,186 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		5,000	A	\$20.79	10,186 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		12,500	A	\$19.55	22,686 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		50,000	A	\$31.28	72,686 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		52,500	A	\$6.32	125,186 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		30,000	A	\$11.44	155,186 ⁽²⁾	D	
Class A Common Stock	12/06/2013		M ⁽¹⁾		20,000	A	\$21.59	175,186 ⁽²⁾	D	
Class A Common Stock	12/06/2013		S ⁽¹⁾		175,000	D	\$55 ⁽³⁾	186 ⁽²⁾	D	
Class A Common Stock								3,094	I	I ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)		of Deri Secu Acq (A) c Disp of (E	umber vative urities uired or oosed o) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$22.46	12/06/2013		M ⁽¹⁾			5,000	(5)	03/31/2014	Class A Common Stock	5,000	\$0	0	D	
Employee Stock Option (Right to Buy)	\$20.79	12/06/2013		M ⁽¹⁾			5,000	(6)	06/30/2014	Class A Common Stock	5,000	\$0	0	D	
Employee Stock Option (Right to Buy)	\$19.55	12/06/2013		M ⁽¹⁾			12,500	(7)	03/31/2015	Class A Common Stock	12,500	\$0	0	D	
Employee Stock Option (Right to Buy)	\$31.28	12/06/2013		M ⁽¹⁾			50,000	(8)	06/30/2017	Class A Common Stock	50,000	\$0	0	D	
Employee Stock Option (Right to Buy)	\$6.32	12/06/2013		M ⁽¹⁾			52,500	(9)	03/31/2017	Class A Common Stock	52,500	\$0	0	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			ate	of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$11.44	12/06/2013		M ⁽¹⁾			30,000	(10)	06/30/2019	Class A Common Stock	30,000	\$0	40,000	D	
Employee Stock Option (Right to Buy)	\$21.59	12/06/2013		M ⁽¹⁾			20,000	(11)	03/31/2021	Class A Common Stock	20,000	\$0	60,000	D	

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a Rule 10B5-1 trading plan.

2. Includes shares aquired under the Company's Employee Stock Purchase Plan.

3. Based upon a weighted average sale price. The shares reported in this transaction were sold at prices ranging between \$55.00 and \$55.06. Information regarding the number of shares sold at each separate price will be made available upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer

4. By 401(k).

5. The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2005.

6. The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2005.

7. The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2006.

8. The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2008.

9. The grant is subject to achievement of certain performance criteria prior to December 31, 2015 and will vest based on achievement of such criteria. The performance criteria are not tied to the market price of the Issuer's securities.

10. The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2010.

11. The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2012.

Remarks:

<u>/s/R. Stanton Dodge, by</u> <u>Brandon E. Ehrhart, his</u> <u>Attorney in Fact</u>

12/10/2013

** 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.

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