# 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

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
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| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*          |              | 1*       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>DISH Network CORP [ DISH ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                                   |                       |  |  |  |
|---|--------------|----------|--|--|-----------------------------------|-----------------------|--|--|--|
| DEFRANCO  | <u>JAMES</u> |          |  | X  | Director                          | 10% Owner             |  |  |  |
| (Last) (First) (Middle)<br>9601 S. MERIDIAN BLVD. |              | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                                 | X  | Officer (give title below)        | Other (specify below) |  |  |  |
|   |              | . ,      | 11/26/2014   |  | Executive Vice President          |                       |  |  |  |
| ,<br>(Street)                                     |              |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         | 6. Indiv<br>Line)  | idual or Joint/Group Filing       | (Check Applicable     |  |  |  |
| ENGLEWOOD   | CO           | 80112    |  | X  | Form filed by One Report          | rting Person          |  |  |  |
| (City)  | (State)      | (Zip)    |  |  | Form filed by More than<br>Person | One Reporting         |  |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |            | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|--------|---------------|------------|---|---|---|
|                                 |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price      | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |
| Class A Common Stock            | 11/26/2014                                 |   | M <sup>(1)</sup>                        |   | 50,000 | A             | \$6.32     | 1,183,529   | D   |   |
| Class A Common Stock            | 11/26/2014                                 |   | S <sup>(1)</sup>                        |   | 50,000 | D             | \$77.4     | 1,133,529   | D   |   |
| Class A Common Stock            | 11/28/2014                                 |   | M <sup>(1)</sup>                        |   | 50,000 | A             | \$6.32     | 1,183,529   | D   |   |
| Class A Common Stock            | 11/28/2014                                 |   | S <sup>(1)</sup>                        |   | 50,000 | D             | \$78.42(2) | 1,133,529   | D   |   |
| Class A Common Stock            |  |   |   |   |        |               |            | 1,250,000   | Ι   | <b>I</b> <sup>(3)</sup>                             |
| Class A Common Stock            |  |   |   |   |        |               |            | 1,905,059   | I   | <b>I</b> <sup>(4)</sup>                             |
| Class A Common Stock            |  |   |   |   |        |               |            | 50,000  | Ι   | <b>I</b> <sup>(5)</sup>                             |
| Class A Common Stock            |  |   |   |   |        |               |            | 12,160  | Ι   | <b>I</b> <sup>(6)</sup>                             |
| Class A Common Stock            |  |   |   |   |        |               |            | 19,549  | Ι   | <b>I</b> <sup>(7)</sup>                             |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |        | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | ate                | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|--------|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)    | Date<br>Exercisable                            | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$6.32  | 11/26/2014                                 |   | <b>M</b> <sup>(1)</sup>      |   |     | 50,000 | (8)  | 03/31/2017         | Class A<br>Common<br>Stock  | 50,000                                 | \$ <b>0</b>   | 100,000  | D  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$6.32  | 11/28/2014                                 |   | M <sup>(1)</sup>             |   |     | 50,000 | (8)  | 03/31/2017         | Class A<br>Common<br>Stock  | 50,000                                 | \$0   | 50,000   | D  |  |

#### Explanation of Responses:

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

2. Based upon a weighted average sale price. The shares reported in this transaction were sold at prices ranging between \$78.40 and \$78.43. 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.

3. The shares are held by the reporting person as a general partner of a limited partnership.

4. The shares are held by the reporting person as a general partner of a different limited partnership.

5. The shares are held by the reporting person in an irrevocable trust for the benefit of the reporting person's children and grandchildren. The reporting person disclaims beneficial ownership of the shares.

6. The shares are being held by the reporting person as custodian for his children.

7. By 401(k).

8. 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.

Remarks:

<u>/s/ James DeFranco, by</u> Brandon Ehrhart his Attorney

12/01/2014

### <u>in Fact</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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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