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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

1. Name and Address of Reporting Person [*] Dodge R Stanton			2. Issuer Name and Ticker or Trading Symbol <u>DISH Network CORP</u> [DISH]		tionship of Reporting Pe all applicable) Director	10% Owner
(Last) (First) (Mide 9601 S. MERIDIAN BLVD.		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2013	X	Officer (give title below) EVP, Gen Couns	Other (specify below) sel and Sec
(Street) ENGLEWOOD (City)	СО	80112	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Re	porting Person
	(State)	(Zip)	—		Form filed by More the Person	an One Reporting

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. Transa Code (8)	ction				5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)

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)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	es ed ed nstr.	6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	\$36.4	01/01/2013		A		60,000		(1)	01/01/2023	Class A Common Stock	60,000	\$0	60,000	D	
Restricted Stock Units	(2)	01/01/2013		A		30,000		(1)	01/01/2023	Class A Common Stock	30,000	\$0	30,000	D	

Explanation of Responses:

1. The grant is subject to achievement of certain performance criteria prior to September 30, 2022 and will vest based on achievement of such criteria. The performance criteria are not tied to the market price of the Issuer's securities.

2. Each unit converts upon vesting into one share of stock, which will be issued to the reporting person immediately upon vesting.

Remarks:

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

01/03/2013

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.