

DISH Network CORP  
Form 4  
May 12, 2014

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DEFRANCO JAMES**

(Last) (First) (Middle)

9601 S. MERIDIAN BLVD.

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**DISH Network CORP [DISH]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/08/2014**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	05/08/2014		M <sup>(1)</sup>	6,000 (1)	A	1,135,438 <sup>(3)</sup>	D
Class A Common Stock	05/08/2014		F <sup>(4)</sup>	1,909 (4)	D	\$ 62.66	1,133,529 <sup>(3)</sup> D
Class A Common Stock						1,250,000	I <sup>(5)</sup>
Class A Common						1,905,059	I <sup>(6)</sup>

# Edgar Filing: DISH Network CORP - Form 4

Stock

Class A

Common

Stock

50,000

I

I <sup>(7)</sup>

Class A

Common

Stock

12,160

I

I <sup>(8)</sup>

Class A

Common

Stock

19,549

I

I <sup>(9)</sup>

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

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	<u>(2)</u>	05/08/2014		M <sup>(1)</sup>	6,000 <u>(1)</u>	05/08/2014 <sup>(1)</sup> 01/01/2023	Class A Common Stock 6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DEFRANCO JAMES 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112	X Executive Vice President

## Signatures

/s/ James DeFranco, by Brandon Ehrhart his Attorney  
in Fact

05/12/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Pursuant to the terms of the reporting person's restricted stock unit agreement, 6,000 restricted stock units vested on May 8, 2014.
- (2) Each restricted stock unit converts into one share of stock upon vesting, which is issued to the reporting person immediately upon vesting.
- (3) Includes shares acquired under the Company's Employee Stock Purchase Plan.
- (4) Represents shares withheld to cover certain tax obligations in connection with the vested restricted stock units listed in Table II.
- (5) The shares are held by the reporting person as a general partner of a limited partnership.
- (6) The shares are held by the reporting person as a general partner of a different limited partnership.
- (7) The shares are held by the reporting person in an irrevocable trust for the benefit of the reporting person's minor children and grandchildren. The reporting person disclaims beneficial ownership of the shares.
- (8) The shares are being held by the reporting person as custodian for his minor children.
- (9) By 401(k).

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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