

ECHOSTAR COMMUNICATIONS CORP

Form 4

October 03, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAN BERNARD L2. Issuer Name **and** Ticker or Trading
Symbol**ECHOSTAR COMMUNICATIONS
CORP [DISH]**5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

9601 S. MERIDIAN BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)**09/30/2006**☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)**EVP & Chief Financial Officer**4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**ENGLEWOOD, CO 80112**

(City) (State) (Zip)

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)
			Code	V	Amount	(D)	Price

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

**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 control
number.**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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 32.74	09/30/2006			A		90,000		<u>(1)</u>	09/30/2016	Class A Common Stock	90,000
Restricted Stock Units	<u>(2)</u>	09/30/2006			A		30,000		<u>(3)</u>	09/30/2016	Class A Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 32.74	09/30/2006			A		350,000		<u>(4)</u>	09/30/2016	Class A Common Stock	350,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HAN BERNARD L 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112	EVP & Chief Financial Officer

Signatures

/s/ Bernard L. Han, by Brandon Ehrhart, his Attorney in Fact 10/02/2006

__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) The grant is subject to achievement of certain performance criteria and will vest at the rate of 10% per year commencing September 30, 2007 until September 30, 2010, and then at the rate of 20% per year thereafter.
- (2) Each unit converts upon vesting into one share of stock, which will be issued to the reporting person immediately upon vesting.
- (3) The grant is subject to achievement of certain performance criteria and will vest at the rate of 10% per year commencing September 30, 2007 until September 30, 2010 and then at the rate of 20% per year thereafter.
- (4) The option vests at the rate of 20% per year, commencing on September 30, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.