

DISH Network CORP
Form 4
May 12, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Shull David M

(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
X Officer (give title below) ___ Other (specify below)
EVP & Chief Commercial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	05/08/2014		M ⁽¹⁾		6,000 ₍₁₎	A	2
Class A Common Stock	05/08/2014		F ⁽³⁾		2,347 ₍₃₎	D	\$ 62.66
Class A Common Stock	05/08/2014		M ⁽⁴⁾		6,000	A	\$ 36.4
Class A Common	05/08/2014		M ⁽⁴⁾		6,000	A	\$ 15,653
							38.04

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Stock

Class A Common Stock	05/08/2014		<u>S</u> ⁽⁴⁾	12,000	D	\$ 60.03	3,653	D	
Class A Common Stock							1,132	I	<u>I</u> ⁽⁵⁾

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

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(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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	<u>(2)</u>	05/08/2014		<u>M</u> ⁽¹⁾	3,000 <u>(1)</u>	05/08/2014 ⁽¹⁾ 01/01/2023	Class A Common Stock	3,000
Restricted Stock Units	<u>(2)</u>	05/08/2014		<u>M</u> ⁽¹⁾	3,000 <u>(1)</u>	05/08/2014 ⁽¹⁾ 01/01/2023	Class A Common Stock	3,000
Employee Stock Option (Right to Buy)	\$ 36.4	05/08/2014		<u>M</u> ⁽⁴⁾	6,000	<u>(6)</u> 01/01/2023	Class A Common Stock	6,000
Employee Stock Option (Right to Buy)	\$ 38.04	05/08/2014		<u>M</u> ⁽⁴⁾	6,000	<u>(6)</u> 01/01/2023	Class A Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shull David M 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112			EVP & Chief Commercial Officer	

Signatures

/s/David M. Shull, 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 agreements, 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) Represents shares withheld to cover certain tax obligations in connection with the vested restricted stock units listed in Table II.
- (4) The transactions reported on this Form 4 were effected pursuant to a Rule 10B5-1 trading plan.
- (5) By 401(k).
- (6) 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.

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.