

ECHOSTAR COMMUNICATIONS CORP

Form 4

February 14, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MOSKOWITZ DAVID K

2. 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 SOUTH MERIDIAN BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2006

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

EVP, Gen Counsel and Sec

ENGLEWOOD, CO 80112

(City) (State) (Zip)

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

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	02/10/2006		M ⁽¹⁾	10,880 A	\$ 2.125	522,171 ⁽²⁾	D
Class A Common Stock	02/10/2006		S ⁽¹⁾	1,733 D	\$ 28.36	520,438	D
Class A Common Stock	02/10/2006		S ⁽¹⁾	7,547 D	\$ 28.37	512,891	D
Class A Common	02/10/2006		S ⁽¹⁾	800 D	\$ 28.38	512,091	D

Stock

Class A Common Stock	02/10/2006	<u>S</u> ⁽¹⁾	800	D	\$ 28.39	511,291	D	
Class A Common Stock						32,984	I	I ⁽³⁾
Class A Common Stock						17,453	I	I ⁽⁴⁾
Class A Common Stock						8,184	I	I ⁽⁵⁾
Class A Common Stock						1,328	I	I ⁽⁶⁾

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)	8. De Se (In	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 2.125	02/10/2006		M ⁽¹⁾	10,880	<u>(7)</u>	<u>(8)</u>	Class A Common Stock	10,880

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

MOSKOWITZ DAVID K
9601 SOUTH MERIDIAN BLVD. X X EVP, Gen Counsel and Sec
ENGLEWOOD, CO 80112

Signatures

/s/ David K. 02/14/2006
Moskowitz

__Signature of Reporting Date
Person

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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Includes 1,321 shares acquired under the Company's Employee Stock Purchase Plan.

The shares were contributed by the reporting person to a charitable foundation. The reporting person is a member of the Board of
- (3) Directors for the charitable foundation and has both investment control and voting power for the foundation. The reporting person disclaims beneficial ownership of the shares.
- (4) By 401(k).
- (5) The shares are held by the reporting person in trust for the benefit of the children of Charles W. Ergen, the Chief Executive Officer of the Company. The reporting person disclaims beneficial ownership of the shares.
- (6) The shares are held by the reporting person as custodian for his minor children.
- (7) The shares underlying the option vested at the rate of 20% per year, commencing on February 12, 1998.
- (8) Each portion of the option expires five years from the date on which that portion of the option first becomes available.

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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