### Edgar Filing: ERGEN CHARLES W - Form 4

ERGEN CH	ARLES W										
Form 4 April 26, 20	12										
FORM	ЛЛ		SECU		ND EV(	<b>TT</b> • •		OMMERION		PROVAL	
UNITED STAT		DSIALE	ES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5	ger STAT o STAT 16. or	TEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES d pursuant to Section 16(a) of the Securities Exchange							Expires: Estimated a burden hour response		
obligatic may con <i>See</i> Instr 1(b).	tinue. Section	17(a) of the	Public U		ling Com	ipany	Act of	1935 or Section	1		
(Print or Type)	Responses)										
ERGEN CHARLES W Symb			Symbol	Issuer Name <b>and</b> Ticker or Trading nbol noStar CORP [SATS]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)		f Earliest Tr				(Checl	k all applicable	)	
100 INVER	RNESS TERRA	ACE E.	(Month/E 04/24/2	-				_X_ Director _X_ Officer (give below)	X 10% title Othe below) Chairman		
ENGLEWO	(Street) DOD, CO 8011	2		endment, Da nth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M Person	one Reporting Pe	rson	
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	Transaction Date 2A. Deemed			4. Securiti n(A) or Dis (Instr. 3, 4) Amount	ies Ac sposed	quired of (D)	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	
Class A Common Stock	04/24/2012			M	16,000		\$ 24.38	74,578	D		
Class A Common Stock	04/24/2012			М	80,000	A	\$ 25.96	154,578	D		
Class A Common Stock								10,734	I	I <u>(1)</u>	
Class A Common								47	Ι	I (2)	

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Stock			
Class A Common Stock	3,705	Ι	I <u>(3)</u>
Class A Common Stock	201	I	I <u>(4)</u>
Class A Common Stock	5,400	Ι	I <u>(5)</u>

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

Persons who respond to the collection of	SEC 1474
information contained in this form are not	(9-02)
required to respond unless the form	
displays a currently valid OMB control	
number.	

# 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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		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
Employee Stock Option (Right to Buy)	\$ 24.38	04/24/2012		М	16,000	(6)	03/31/2013	Class A Common Stock	16,000
Employee Stock Option (Right to Buy)	\$ 25.96	04/24/2012		М	80,000	(7)	06/30/2014	Class A Common Stock	80,000

# **Reporting Owners**

Reporting Owner Name / A	ddress
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Relationships

Other

Director 10% Owner Officer

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#### ERGEN CHARLES W 100 INVERNESS TERRACE E. X X Chairman ENGLEWOOD, CO 80112

### Signatures

/s/ Charles W. Ergen, by James Gorman, his Attorney in Fact

\*\*Signature of Reporting Person

04/26/2012 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 shares are held by a custodian for the reporting person's children. The reporting person disclaims beneficial ownership of the shares, except to the extent of their pecuniary interest therein.
- (2) Held by Ms. Cantey Ergen.
- (3) Held by Mr. Charlie Ergen in a 401(k) account.
- (4) Held by Ms. Cantey Ergen in a 401(k) account.

The shares are held by a charitable foundation. The reporting person is an officer of the charitable foundation and has both investment(5) control and voting power for the foundation. The reporting person disclaims beneficial ownership of the shares, except to the extent of their pecuniary interest therein.

- (6) The shares underlying the option vested at the rate of 20% per year, commencing on March 31, 2004.
- (7) The shares underlying the option vested at the rate of 20% per year, commencing on June 30, 2005.

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.