

ECHOSTAR COMMUNICATIONS CORP

Form 4

November 21, 2007

**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  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**RAYNER DAVID**

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 S. MERIDIAN BLVD.**

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/19/2007**

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

Executive Vice President

**ENGLEWOOD, CO 80112**

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

(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	(A) or (D)	Price			
Class A Common Stock	11/19/2007		M		75,000	A	\$ 33.25	75,005	D	
Class A Common Stock	11/19/2007		S		200	D	\$ 44.13	74,805	D	
Class A Common Stock	11/19/2007		S		1,600	D	\$ 44.15	73,205	D	
Class A Common	11/19/2007		S		2,300	D	\$ 44.17	70,905	D	

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Stock

Class A Common Stock	11/19/2007	S	800	D	\$ 44.19	70,105	D
Class A Common Stock	11/19/2007	S	550	D	\$ 44.21	69,555	D
Class A Common Stock	11/19/2007	S	6,400	D	\$ 44.23	63,155	D
Class A Common Stock	11/19/2007	S	8,750	D	\$ 44.25	54,405	D
Class A Common Stock	11/19/2007	S	7,400	D	\$ 44.29	47,005	D
Class A Common Stock	11/19/2007	S	5,300	D	\$ 44.34	41,705	D
Class A Common Stock	11/19/2007	S	3,700	D	\$ 44.35	38,005	D
Class A Common Stock	11/19/2007	S	7,100	D	\$ 44.37	30,905	D
Class A Common Stock	11/19/2007	S	3,300	D	\$ 44.38	27,605	D
Class A Common Stock	11/19/2007	S	2,600	D	\$ 44.39	25,005	D
Class A Common Stock	11/19/2007	S	1,685	D	\$ 47.92	23,320	D
Class A Common Stock	11/19/2007	S	500	D	\$ 47.99	22,820	D
Class A Common Stock	11/19/2007	S	1,642	D	\$ 48	21,178	D
Class A Common Stock	11/19/2007	S	100	D	\$ 48.03	21,078	D

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Class A Common Stock	11/19/2007	S	6,515	D	\$ 48.05	14,563	D
Class A Common Stock	11/19/2007	S	1,000	D	\$ 48.07	13,563	D
Class A Common Stock	11/19/2007	S	400	D	\$ 48.08	13,163	D
Class A Common Stock	11/19/2007	S	300	D	\$ 48.1	12,863	D
Class A Common Stock	11/19/2007	S	1,100	D	\$ 48.11	11,763	D
Class A Common Stock	11/19/2007	S	200	D	\$ 48.12	11,563	D
Class A Common Stock	11/19/2007	S	300	D	\$ 48.13	11,263	D
Class A Common Stock	11/19/2007	S	500	D	\$ 48.15	10,763	D
Class A Common Stock	11/19/2007	S	128	D	\$ 48.17	10,635	D
Class A Common Stock	11/19/2007	S	100	D	\$ 48.18	10,535	D
Class A Common Stock	11/19/2007	S	700	D	\$ 48.2	9,835	D
Class A Common Stock	11/19/2007	S	100	D	\$ 48.21	9,735	D

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)

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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
Employee Stock Option (Right to Buy)	\$ 33.25	11/19/2007		M		75,000		<u>(1)</u>	12/31/2014	Class A Common Stock	75,000

## Reporting Owners

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

## Signatures

/s/ David Rayner, by Brandon Ehrhart, his Attorney  
in Fact 11/21/2007

\_\_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 shares vest at the rate of 20% per year commencing on December 31, 2005.

### Remarks:

Due to SEC rules limiting the number of transactions that can be reported on a single Form 4, this Form 4 is part 1 of 2 for tra

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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