

ECHOSTAR COMMUNICATIONS CORP

Form 4

December 14, 2004

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

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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
BOULEVARD**

3. Date of Earliest Transaction
(Month/Day/Year)
12/07/2004

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
EVP, Gen Counsel and Sec.

(Street)

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	(A) or (D)	Price
Class A Common Stock	12/07/2004		M		118,000	A	\$ 2.125
Class A Common Stock							461,970
Class A Common Stock							32,984
Class A Common Stock							17,333
Class A Common Stock							8,184

Common
StockClass A
Common
Stock

1,328

I

I (4)

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 (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 Sec (In	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 2.125	12/07/2004		M		14,117		(5)	(6)	Class A Common Stock	14,117
Employee Stock Option (Right to Buy)	\$ 2.125	12/07/2004		M		7,058		(5)	(6)	Class A Common Stock	7,058
Employee Stock Option (Right to Buy)	\$ 2.125	12/07/2004		M		23,704		(7)	(6)	Class A Common Stock	23,704
Employee Stock Option (Right to Buy)	\$ 2.125	12/07/2004		M		7,305		(8)	(6)	Class A Common Stock	7,305
Employee Stock	\$ 2.125	12/07/2004		M		65,816		(9)	(6)	Class A Common	65,816

Option
(Right to
Buy)

Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOSKOWITZ DAVID K 9601 SOUTH MERIDIAN BOULEVARD ENGLEWOOD, CO 80112	X		EVP, Gen Counsel and Sec.	

Signatures

David K.
Moskowitz 12/14/2004

__Signature of Date
Reporting 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).
- The shares were contributed by the reporting person to a charitable foundation. The reporting person is a member of the Board of
- (1) 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.
 - (2) By 401(k).
 - (3) 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.
 - (4) The shares are being held by the reporting person as custodian for his minor children.
 - (5) The shares underlying the option vested at the rate of 20% per year, commencing on June 20, 1996.
 - (6) Each portion of the option expires five years from the date on which that portion of the option first becomes exercisable.
 - (7) The shares underlying the option vested at the rate of 20% per year, commencing on December 22, 1996.
 - (8) The shares underlying the option vested at the rate of 20% per year, commencing on August 1, 1997.
 - (9) The shares underlying the option vested at the rate of 20% per year, commencing on February 12, 1998.

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.