

EchoStar Holding CORP
 Form 4
 January 04, 2008

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 *
SCHROEDER C MIKE

2. Issuer Name and Ticker or Trading Symbol
EchoStar Holding CORP [SATS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
90 INVERNESS CIRCLE EAST
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/01/2008

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

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 Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount	(D)	Price	
Class A Common Stock	01/01/2008		J ⁽¹⁾	V	3,020	A	\$ 0	3,020	D

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)

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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 Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Employee Director Stock Option	\$ 36.6	01/02/2008		A ⁽²⁾ V	1,000	⁽³⁾ 06/30/2012	Class A Common Stock	1,000
Non-Employee Director Stock Option	\$ 26	01/02/2008		A ⁽²⁾ V	1,000	⁽³⁾ 06/30/2011	Class A Common Stock	1,000
Non-Employee Director Stock Option	\$ 22.94	01/02/2008		A ⁽²⁾ V	8,000	⁽³⁾ 12/30/2010	Class A Common Stock	8,000
Non-Employee Director Stock Option	\$ 25.45	01/02/2008		A ⁽²⁾ V	1,000	⁽³⁾ 06/30/2010	Class A Common Stock	1,000
Non-Employee Director Stock Option	\$ 26.26	01/02/2008		A ⁽²⁾ V	1,000	⁽³⁾ 09/30/2009	Class A Common Stock	1,000
Non-Employee Director Stock Option	\$ 28.68	01/02/2008		A ⁽²⁾ V	2,000	⁽³⁾ 12/31/2008	Class A Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHROEDER C MIKE 90 INVERNESS CIRCLE EAST ENGLEWOOD, CO 80112		X		

Signatures

/s/ C. Michael Schroeder, by Brandon Ehrhart, his Attorney in Fact

01/04/2008

__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 were received in connection with a spin-off of EchoStar Communications Corporation's ("ECC") technology and certain infrastructure assets effective on January 1, 2008 (the "Spin-Off").
- (2) The option was issued in connection with the Spin-Off. Under the terms of the employee matters agreement executed between the issuer and ECC, the exercise price of the option became calculable on January 2, 2008.
- (3) The shares underlying the option were 100% vested upon the date of grant.

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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