

EchoStar Holding CORP
 Form 3
 January 11, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ergen 2005 Five Year GRAT dated November 9 2005 | | (Month/Day/Year) 01/01/2008 | EchoStar Holding CORP [SATS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 9601 S. MERIDIAN BLVD. | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| ENGLEWOOD,Â COÂ 80112 | | | <input type="checkbox"/> Officer | <input checked="" type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | Joint Filing Group | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | |
|--|--|-------------------------|-----------|---------------|-------------------------|--------------------------|
| Class B Common Stock <u>(1)</u> <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | Class A Common Stock | 1,967,820 | \$ <u>(2)</u> | D <u>(4)</u> <u>(3)</u> | <input type="checkbox"/> |
| Class B Common Stock <u>(1)</u> <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | Class A Common Stock | 1,784,104 | \$ <u>(2)</u> | D <u>(3)</u> <u>(5)</u> | <input type="checkbox"/> |
| Class B Common Stock <u>(1)</u> <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | <input type="checkbox"/> <u>(2)</u> <input type="checkbox"/> | Class A Common Stock | 1,474,255 | \$ <u>(2)</u> | D <u>(3)</u> <u>(6)</u> | <input type="checkbox"/> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|--------------------------|---------------------------------------|--------------------------|--------------------|
| | Director | 10% Owner | Officer | Other |
| Ergen 2005 Five Year GRAT dated November 9 2005 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112 | <input type="checkbox"/> | <input checked="" type="checkbox"/> X | <input type="checkbox"/> | Joint Filing Group |
| Ergen 2005 Four Year GRAT dated November 9 2005 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112 | <input type="checkbox"/> | <input checked="" type="checkbox"/> X | <input type="checkbox"/> | Joint Filing Group |
| Ergen 2005 Three Year GRAT dated November 9 2005 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112 | <input type="checkbox"/> | <input checked="" type="checkbox"/> X | <input type="checkbox"/> | Joint Filing Group |

Signatures

| | |
|--|------------|
| /s/ David K. Moskowitz, Trustee of the Ergen Five-Year GRAT dated November 9, 2005, by Brandon Ehrhart, his Attorney in Fact | 01/11/2008 |
| **Signature of Reporting Person | Date |
| /s/ David K. Moskowitz, Trustee of the Ergen Four-Year GRAT dated November 9, 2005, by Brandon Ehrhart, his Attorney in Fact | 01/11/2008 |
| **Signature of Reporting Person | Date |
| /s/ David K. Moskowitz, Trustee of the Ergen Three-Year GRAT dated November 9, 2005, by Brandon Ehrhart, his Attorney in Fact | 01/11/2008 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Each Grantor Retained Annuity Trust ("GRAT") may elect to convert any or all of its Class B shares into an equal number of Class A shares at any time for no additional consideration.
- (3) There is no formal agreement to vote or dispose of the shares owned by each GRAT in a particular manner. The dispositive and voting power of the shares held by each of the GRATs is made independent of each other, except to the extent that Mr. David K. Moskowitz is

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the trustee of each of the GRATs and in that respect is able to control the disposition and voting of the shares of Class B Common Stock owned by each such GRAT.

(4) Held by the Ergen Five-Year GRAT.

(5) Held by the Ergen Four-Year GRAT.

(6) Held by the Ergen Three-Year GRAT.

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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