



PUBLIC NOTICE

Federal Communications Commission
45 L St., N.E.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <https://www.fcc.gov>

DA 23-1137

Released: December 06, 2023

APPLICATIONS GRANTED FOR THE TRANSFER OF CONTROL OF DISH NETWORK CORP. AND ITS SUBSIDIARIES TO ECHOSTAR CORP.

By this Public Notice, the Office of Engineering and Technology, the Space Bureau, and the Wireless Telecommunications Bureau announce the grant of applications filed by DISH Network Corp. and its subsidiaries¹ (collectively, DISH) and EchoStar Corp. (EchoStar), pursuant to section 310(d) of the Communications Act of 1934, as amended, and sections 1.948, 5.79, and 25.119 of the Commission's regulations,² requesting approval of the *pro forma* transfer of control to EchoStar of the licenses, authorizations, and special temporary authorities (STAs) held by DISH and its subsidiaries (Applications).³

DISH provides direct broadcast satellite (DBS) services throughout the United States, provides video services over the Internet through its Sling brand, and offers post-paid and pre-paid wireless telecommunications services through its Boost Mobile brand. EchoStar provides worldwide global satellite communications services under its own name and through Hughes Network Systems. DISH and EchoStar were previously part of the same company, EchoStar Communications Corp., but split apart in 2008.

DISH Network Corp. is a publicly traded Nevada corporation controlled by Charles W. Ergen (Ergen). Specifically, Ergen beneficially owns over 90% of the voting stock of DISH and over 51% of the equity. EchoStar Corp. is also a publicly traded Nevada corporation controlled by Ergen, who beneficially owns approximately 93.5% of the voting stock and approximately 60% of the equity.⁴

¹ The DISH subsidiaries holding FCC licenses and authorizations are: Aevergreen L.L.C.; Alta Wireless, Inc.; American AWS-3 Wireless I L.L.C.; American H Block Wireless L.L.C.; Crestone Wireless L.L.C.; DBSD Corporation; dishNET Wireline L.L.C.; DISH Broadcasting Corporation; DISH Network L.L.C.; DISH Operating L.L.C.; DISH Wireless L.L.C.; DISH Wireless Puerto Rico L.L.C.; EchoStar 77 Corp.; EchoStar Broadcasting Holding Corporation; EchoStar BSS Corporation; Gamma Acquisition L.L.C.; Little Bear Wireless L.L.C.; Manifest Wireless L.L.C.; New DBSD Satellite Services G.P.; Northstar Wireless L.L.C.; ParkerB.com Wireless L.L.C.; SNR Wireless LicenseCo, LLC; South.com LLC; Weminuche L.L.C.; Wetterhorn Wireless L.L.C.; and Window Wireless L.L.C.

² See 47 U.S.C. § 310; 47 CFR §§ 1.948, 5.79, and 25.119.

³ The applications, licenses, authorizations, and STA at issue are listed in the Appendix. DISH also controls additional licenses and authorizations for which post-consummation notification is required when control is transferred pursuant to a *pro forma* transaction. See 47 CFR §§ 1.948, 1.9020, 25.137, 63.24.

⁴ See Press Release, DISH Network Corp. and EchoStar Corp., DISH Network Corporation and EchoStar Corporation to Combine (Aug. 8, 2023), <https://ir.dish.com/news-releases/news-release-details/dish-network-corporation-and-echo-star-corporation-combine> (EchoStar-DISH Press Release).

DISH and EchoStar entered into a merger agreement to recombine on August 8, 2023, and amended the agreement on October 2, 2023.⁵ The transaction was negotiated and recommended by Special Committees of Independent Directors of both companies and unanimously approved by the Boards of Directors of both companies. The majority shareholder group of both companies, which includes Ergen, Cantey M. Ergen, and trusts controlled by them, approved adoption of the merger agreement and the issuance of the DISH Network common stock required for the transaction via written consent. No further action by DISH Network or EchoStar Corporation stockholders was required to approve the transaction.⁶

Pursuant to the terms of the proposed transaction, DISH Network Corporation will be merged into Merger Sub, a newly incorporated direct and wholly owned subsidiary of EchoStar, with DISH Network Corp. surviving the merger as a wholly owned subsidiary of EchoStar.⁷ Ergen would beneficially own more than 90% of the voting stock and approximately 54% of the equity of the recombined company and would continue to control the licenses and authorizations at issue.⁸ There is therefore no substantial change of ownership or control.

We find that under the unusual circumstances presented here, granting the Applications will serve the public interest, convenience, and necessity and, accordingly, pursuant to section 310(d) of the Act, 47 U.S.C. § 310(d) and sections 1.948 and 5.79, of the Commission's rules, 47 CFR §§ 1.948 and 5.79, grant the Applications.⁹ Pursuant to section 1.103 of the Commission's rules, 47 CFR § 1.103, the consent granted herein is effective upon the release of this Public Notice. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 CFR §§ 1.106, 1.115, may be filed within 30 days of the date of this Public Notice.

For further information, please contact Anthony Serafini, Anthony.Serafini@fcc.gov (Office of Engineering and Technology); Stephen Duall, Stephen.Duall@fcc.gov (Space Bureau); Susannah Larson, Susannah.Larson@fcc.gov (Wireless Telecommunications Bureau).

- FCC -

⁵ See ULS File No. 0010798151 (Lead Application), Exhibit 1, Public Interest Statement at 3; EchoStar-DISH Press Release.

⁶ See EchoStar-DISH Press Release.

⁷ See Lead Application, Exhibit 1, Public Interest Statement at 1.

⁸ See Lead Application, Exhibit 3. BlackRock, Inc., will own approximately 11.4% of the equity of the combined company and no other shareholder will own more than 5% of the equity. *Id.* at n.9.

⁹ As the transaction before us involves a *pro forma* transfer of control, pursuant to section 25.119(i) of the Commission's rules, 47 CFR § 25.119(i), the applications for the transfer of control of the earth stations and space stations set forth in Appendix are deemed granted one day after the applications were filed.

APPENDIX

Wireless Radio Services

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0010798151 ¹⁰	DISH Network L.L.C.	WQAR665
0010798154	SOUTH.COM, LLC	WQAW335
0010800097	DISH Broadcasting Corporation	WQOJ802
0010801864	DISH Network	WRDU586
0010802152	EchoStar Broadcasting Holding Company	WPNQ443
0010804246	DISH Network	WQXU921

Experimental Radio Station STAs

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0119-EX-TU-2023	DISH Wireless, L.L.C.	Parent Application
0072-EX-TC-2023	DISH Wireless, L.L.C.	WW9XMG
0071-EX-TC-2023	DISH Wireless, L.L.C.	WW9XMH
0073-EX-TC-2023	DISH Wireless, L.L.C.	WW9XMI
0070-EX-TC-2023	DISH Wireless, L.L.C.	WW9XKZ
0069-EX-TC-2023	DISH Wireless, L.L.C.	WV9XAM

Earth Station Licenses

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
SES-T/C-INTR2023-06800	DBSD Corp.	E070291
SES-T/C-INTR2023-06821	DISH Broadcasting Corp.	E990139
SES-T/C-INTR2023-06765	DISH Operating L.L.C.	E140100
SES-T/C-INTR2023-06764	EchoStar 77 Corp.	E050196
SES-T/C-INTR2023-06768	EchoStar BSS Corp.	E150098
SES-T/C-INTR2023-06769	Gamma Acquisition L.L.C.	E070098

Space Station Licenses

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
SAT-T/C-20231201-00294	DISH Operating L.L.C.	S2931
SAT-T/C-20231201-00295	EchoStar BSS Corporation	S3093

¹⁰ This application is the lead application.