

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2014.

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM TO .

Commission File Number: 001-33807

EchoStar Corporation

(Exact Name of Registrant as Specified in Its Charter)

Nevada

(State or Other Jurisdiction of Incorporation or Organization)

26-1232727

(I.R.S. Employer Identification No.)

100 Inverness Terrace East, Englewood, Colorado

(Address of Principal Executive Offices)

80112-5308

(Zip Code)

(303) 706-4000

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of October 29, 2014, the Registrant's outstanding common stock consisted of 43,760,541 shares of Class A common stock and 47,687,039 shares of Class B common stock.

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This Quarterly Report on Form 10-Q contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, including, in particular, statements about our estimates, expectations, plans, objectives, strategies, results of operations and financial condition, expected impact of regulatory developments and legal proceedings, opportunities in our industries and businesses and other trends and projections for the next fiscal quarter and beyond. All statements, other than statements of historical facts, may be forward-looking statements. Forward-looking statements may also be identified by words such as “anticipate,” “intend,” “plan,” “goal,” “seek,” “believe,” “estimate,” “expect,” “predict,” “continue,” “future,” “will,” “would,” “could,” “can,” “may” and similar terms. These forward-looking statements are based on information available to us as of the date of this Quarterly Report on Form 10-Q and represent management’s current views and assumptions. Forward-looking statements are not guarantees of future performance, events or results and involve potential known and unknown risks, uncertainties and other factors, many of which may be beyond our control and may pose a risk to our operating and financial condition. Accordingly, actual performance, events or results could differ materially from those expressed or implied in the forward-looking statements due to a number of factors including, but not limited to:

- our reliance on our primary customer, DISH Network Corporation (“DISH Network”), for a significant portion of our revenue;
- the impact of variable demand and the adverse pricing environment for digital set-top boxes;
- dependence on our ability to successfully manufacture and sell our digital set-top boxes in increasing volumes on a cost-effective basis and with acceptable quality;
- our ability to bring advanced technologies to market to keep pace with our competitors;
- significant risks related to the construction, launch and operation of our satellites, such as the risk of material malfunction on one or more of our satellites, changes in the space weather environment that could interfere with the operation of our satellites, and our general lack of commercial insurance coverage on our satellites;
- uncertainty in global economic conditions, which may, among other things, cause consumers and enterprise customers to defer purchases;
- the failure to adequately anticipate the need for satellite capacity or the inability to obtain satellite capacity for our Hughes segment; and
- the failure of third-party providers of components, manufacturing, installation services and customer support services to appropriately deliver the contracted goods or services.

Other factors that could cause or contribute to such differences include, but are not limited to, those discussed under the caption “Risk Factors” in Part II, Item 1A of this Quarterly Report on Form 10-Q and in Part I, Item 1A of our most recent Annual Report on Form 10-K (“10-K”) filed with the Securities and Exchange Commission (“SEC”), those discussed in “Management’s Discussion and Analysis of Financial Condition and Results of Operations” herein and in the 10-K and those discussed in other documents we file with the SEC.

All cautionary statements made herein should be read as being applicable to all forward-looking statements wherever they appear. Investors should consider the risks and uncertainties described herein and should not place undue reliance on any forward-looking statements. We do not undertake, and specifically disclaim, any obligation to publicly release the results of any revisions that may be made to any forward-looking statements to reflect the occurrence of anticipated or unanticipated events or circumstances after the date of such statements, except as required by federal securities laws.

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CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands, except share amounts)

(Unaudited)

	As of	
	September 30, 2014	December 31, 2013
Assets		
Current Assets:		
Cash and cash equivalents	\$ 760,391	\$ 634,119
Marketable investment securities	1,019,247	986,533
Trade accounts receivable, net of allowance for doubtful accounts of \$14,649 and \$13,237, respectively	183,468	159,292
Trade accounts receivable - DISH Network, net of allowance for doubtful accounts of zero	303,391	355,135
Inventory	68,582	66,084
Prepaid expenses	56,898	55,400
Deferred tax assets	70,150	69,633
Other current assets	9,838	29,930
Total current assets	<u>2,471,965</u>	<u>2,356,126</u>
Noncurrent Assets:		
Restricted cash and marketable investment securities	19,095	16,137
Property and equipment, net of accumulated depreciation of \$2,804,862 and \$2,499,889, respectively	3,080,911	2,546,377
Regulatory authorizations, net	573,337	583,900
Goodwill	510,630	504,173
Other intangible assets, net	214,042	262,039
Other investments	167,518	169,771
Other receivable - DISH Network	90,632	89,811
Other noncurrent assets, net	184,551	173,629
Total noncurrent assets	<u>4,840,716</u>	<u>4,345,837</u>
Total assets	<u>\$ 7,312,681</u>	<u>\$ 6,701,963</u>
Liabilities and Stockholders' Equity		
Current Liabilities:		
Trade accounts payable	\$ 231,832	\$ 201,416
Trade accounts payable - DISH Network	45,717	55,743
Current portion of long-term debt and capital lease obligations	44,539	69,791
Deferred revenue and prepayments	73,431	57,592
Accrued compensation	32,764	30,940
Accrued royalties	23,361	24,010
Accrued interest	43,783	7,838
Accrued expenses and other	121,293	111,115
Total current liabilities	<u>616,720</u>	<u>558,445</u>
Noncurrent Liabilities:		
Long-term debt and capital lease obligations, net of current portion	2,332,730	2,352,597
Deferred tax liabilities	658,184	488,206
Other noncurrent liabilities	106,634	76,484
Total noncurrent liabilities	<u>3,097,548</u>	<u>2,917,287</u>
Total liabilities	<u>3,714,268</u>	<u>3,475,732</u>
Commitments and Contingencies (Note 14)		
Stockholders' Equity:		
Preferred Stock, \$.001 par value, 20,000,000 shares authorized:		
Hughes Retail Preferred Tracking Stock, \$.001 par value, 13,000,000 shares authorized, 6,290,499 issued and outstanding and zero shares issued and outstanding at September 30, 2014 and December 31, 2013, respectively	6	—
Common Stock, \$.001 par value, 4,000,000,000 shares authorized:		
Class A common stock, \$.001 par value, 1,600,000,000 shares authorized, 49,286,776 shares issued and 43,754,458 shares outstanding at September 30, 2014 and 48,370,956 shares issued and 42,838,638 shares outstanding at December 31, 2013	49	48

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