

## Exhibit D

### **DESCRIPTION OF THE PROPOSED PRO FORMA ASSIGNMENT AND PUBLIC INTEREST STATEMENT<sup>1</sup>**

EchoStar Corporation (“EchoStar”) requests the consent of the Federal Communications Commission (the “Commission”), pursuant to Section 25.119 of its rules,<sup>2</sup> to effect a *pro forma* assignment of the earth station authorizations and Industrial/Business Pool wireless radio licenses listed on Schedule 1 hereto to its indirect wholly-owned subsidiary, EchoStar Broadcasting Corporation (“EBC”).<sup>3</sup> The internal reorganization will rationalize the internal ownership of assets within the EchoStar organization, facilitate financing, and will ultimately improve the provision of satellite services to EchoStar’s customers, who in turn provide retail direct-to-home satellite television service to millions of U.S. customers.

In 2008, EchoStar was spun off from its predecessor, EchoStar Communications Corporation. As a result of the spin-off, it obtained several Direct Broadcast Satellite (“DBS”) and Fixed-Satellite Service (“FSS”) satellite licenses, transmit/receive, transmit-only, and receive-only earth station licenses, and wireless radio licenses, including without limitation certain of those licenses set forth in Schedule 1. Additionally, in the three years since the spin-off, EchoStar has been granted additional satellite and earth station authorizations. EchoStar has received the approval of its board of directors to assign, upon Commission consent, all of its

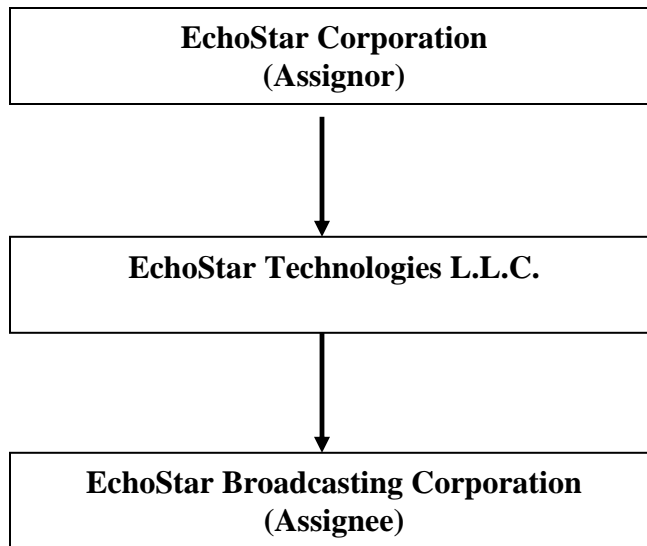
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<sup>1</sup> EchoStar is simultaneously submitting an application for the *pro forma* assignment of its space station authorizations to its wholly-owned subsidiary, EchoStar Satellite Operating Corporation, and one DBS blanket earth station license (Call Sign E050196) to its wholly-owned subsidiary, EchoStar 77 Corporation.

<sup>2</sup> 47 C.F.R. §25.119.

<sup>3</sup> To the extent that EchoStar has received authority to operate any of the licenses identified in this application under special temporary authority at the time this assignment is consummated, EchoStar requests a determination by the Commission that the grant of this Application includes authority for EchoStar to assign such temporary authorizations.

uplink facilities and related assets, including the earth station and wireless radio licenses operated by these facilities, to its indirect wholly-owned subsidiary, EBC. EBC is directly held by EchoStar Technologies L.L.C. (“ETLLC”), which in turn is directly held by EchoStar Corporation. The diagram below illustrates the simple “move” of the authorizations.



The proposed transaction is *pro forma* in nature because it will not result in any actual change in control over the licenses. Rather, the licenses will be assigned to an entity that is wholly owned by the current licensee, EchoStar. The assignment will also serve the public interest because the realignment of assets will reduce operational inefficiencies, which will in turn improve EchoStar’s ability to obtain financing.

To effect this transfer and to pass on to consumers the benefits that will obtain from a more efficient satellite wholesale business, EchoStar respectfully requests that the Commission consent to the proposed *pro forma* assignment.

## Schedule 1

<b>FSS Receive-Only Earth Stations</b>		
<b>Call Sign</b>	<b>Location</b>	<b>Expiration Date</b>
E970395	Gilbert, AZ	12/12/2022
E970396	Gilbert, AZ	12/12/2022

<b>DBS Blanket Receive-Only Earth Station</b>		
<b>Call Sign</b>	<b>Location</b>	<b>Expiration Date</b>
E080107	“Various”	7/27/2023

<b>FSS Transmit/Receive Earth Stations</b>		
<b>Call Sign</b>	<b>Location</b>	<b>Expiration Date</b>
E000165	West Orange, NJ	6/5/2025
E000697	Monee, IL	1/12/2026
E010241	Gilbert, AZ	11/2/2011
E010242	Gilbert, AZ	11/2/2011
E010266	Gilbert, AZ	6/10/2017
E020233	Gilbert, AZ	10/25/2017
E020248	Blackhawk, SD	4/22/2018
E020306	Gilbert, AZ	2/3/2018
E020307	Gilbert, AZ	2/3/2018
E030038	Cheyenne, WY	7/25/2018
E030167	Gilbert, AZ	10/8/2018
E030168	Gilbert, AZ	10/8/2018
E040448	Atlanta, GA	8/10/2020
E050008	Cheyenne, WY	9/27/2020
E050017 <sup>4</sup>	Gilbert, AZ	6/7/2020
E050045	Gilbert, AZ	9/27/2020
E050181	Cheyenne, WY	4/7/2021
E050372	Spokane, WA	1/19/2021

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<sup>4</sup> Assignment of this license includes EchoStar’s special temporary authority (“STA”) to operate the earth station with EchoStar 6 at 76.95° W.L. See File No. SES-STA-20110207-00120 (granted Feb. 10, 2011). The temporary authority expires on March 12, 2011.

E050373	Quicksburg, VA	1/20/2021
E050374	Spokane, WA	1/18/2021
E060003	Gilbert, AZ	3/29/2021
E060004	New Braunfels, TX	3/29/2021
E060028	Monee, IL	3/28/2021
E060060	Quicksburg, VA	4/10/2021
E060399	Gilbert, AZ	12/12/2021
E070014 <sup>5</sup>	Gilbert, AZ	3/7/2022
E070015	Gilbert, AZ	3/7/2022
E070266	Baker, MT	2/5/2023
E070273 <sup>6</sup>	Quicksburg, VA	2/5/2023
E070274	Orange, NJ	2/5/2023
E070275	Spokane, WA	2/5/2023
E070283	Monee, IL	2/5/2023
E070284	New Braunfels, TX	2/5/2023
E070286	Atlanta, GA	2/5/2023
E080005	Gilbert, AZ	3/18/2023
E080007	Gilbert, AZ	3/18/2023
E080008	Quicksburg, VA	3/18/2023
E080015	Spokane, WA	3/18/2023
E080018	Jackson, MS	3/18/2023
E080032	St. Louis, MO	3/18/2023
E080058	Gilbert, AZ	4/30/2023
E080120	Cheyenne, WY	11/3/2023
E080213	New Braunfels, TX	1/30/2024
E080214	Quicksburg, VA	1/30/2024
E080215	Monee, IL	1/30/2024
E080216	Spokane, WA	1/30/2024
E2981	Monee, IL	4/8/2011
E860008	Orange, NJ	3/27/2022
E881172	Monee, IL	12/9/2023
E920003	Orange, NJ	12/6/2011
E920242	Freehold, NJ	5/15/2017
E950252	Cheyenne, WY	6/9/2020
E950253	Cheyenne, WY	6/9/2020

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<sup>5</sup> Assignment of this license includes EchoStar's STA to operate the earth station in order to relocate EchoStar 6 to 76.95° W.L. See File No. SES-STA-20110204-00112 (granted Feb. 4, 2011). The temporary authority expires on March 6, 2011.

<sup>6</sup> Assignment of this license includes EchoStar's STA to operate the earth station in order to relocate EchoStar 6 to 76.95° W.L. (File No. SES-STA-20110204-00113) and while the satellite operates at that location (File No. SES-STA-20110207-00121). The temporary authority expires on March 6, 2011, and March 12, 2011, respectively.

E950287	Cheyenne, WY	10/27/2020
E950288	Cheyenne, WY	10/27/2020
E950308	San Antonio, TX	9/8/2020
E970394	Gilbert, AZ	3/6/2023
E980005 <sup>7</sup>	Cheyenne, WY	8/1/2011
E980047	Cheyenne, WY	3/6/2023
E980081 <sup>8</sup>	Cheyenne, WY	8/1/2011
E980109	West Orange, NJ	3/31/2023
E980117	Cheyenne, WY	3/13/2023
E980118	Cheyenne, WY	3/20/2023
E980127	Cheyenne, WY	7/24/2023
E980128	Cheyenne, WY	7/24/2023
E980142	Cheyenne, WY	5/22/2023
E980143	Cheyenne, WY	6/10/2023
E980147	West Orange, NJ	7/24/2023
E980174	Gilbert, AZ	5/29/2023
E980178	Gilbert, AZ	5/29/2023
E980180	Gilbert, AZ	5/29/2023
E990138	Cheyenne, WY	9/21/2024
E990139	Cheyenne, WY	9/21/2024
E990309	Cheyenne, WY	9/17/2024
E990310	Cheyenne, WY	9/21/2024

<b>Industrial Business Pool Licenses</b>		
<b>Call Sign</b>	<b>Location</b>	<b>Expiration Date</b>
WPNQ443	Cheyenne, WY	5/03/2014
WPNQ909	Cheyenne, WY	5/10/2014
WPZS289	Itinerant: West Virginia and Nationwide	3/02/2014
WQAN480	Itinerant: Texas and	7/07/2014

<sup>7</sup> Assignment of this license includes EchoStar's STA to operate the earth station in order to relocate EchoStar 6 to 76.95° W.L. See File No. SES-STA-20110204-00114 (granted Feb. 4, 2011). The temporary authority expires on March 6, 2011.

<sup>8</sup> Assignment of this license includes EchoStar's STA to operate the earth station in order to relocate EchoStar 6 to 76.95° W.L. (File No. SES-STA-20110204-00115) and while the satellite operates at that location (File No. SES-STA-20110207-00121). The temporary authority expires on March 6, 2011, and March 12, 2011, respectively.

	Nationwide	
WQDA543	Englewood, Colorado	7/07/2015
WQFQ752	Gilbert, Arizona	9/12/2016
WQMA825	Monee, IL	6/15/2020