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EHOSTAR COMMUNICATIONS CORP

Form 8-K

June 05, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 5, 2002

EHOSTAR COMMUNICATIONS CORPORATION  
(Exact name of registrant as specified in charter)

|   |  |  |
|---|--|--|
| NEVADA<br>(State or other jurisdiction<br>of incorporation) | 0-26176<br>(Commission<br>File Number) | 88-0336997<br>(IRS Employer<br>Identification No.) |
|---|--|--|

|   |                     |
|---|---------------------|
| 5701 S. SANTA FE DRIVE<br>LITTLETON, COLORADO<br>(Address of principal executive offices) | 80120<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (303) 723-1000

ITEM 4. CHANGES TO REGISTRANT'S CERTIFYING ACCOUNTANTS

Effective June 1, 2002, EchoStar Communications Corporation ("EchoStar") determined not to renew the engagement of its independent accountants, Arthur Andersen LLP ("Andersen") and appointed KPMG LLP ("KPMG") as its new independent accountants, effective immediately for EchoStar and all of its consolidated subsidiaries including, but not limited to, EchoStar Broadband Corporation and EchoStar DBS Corporation. This determination followed EchoStar's decision to seek proposals from independent accountants to audit EchoStar's financial statements for the fiscal year ending December 31, 2002. The decision not to renew the engagement of Andersen and to retain KPMG was approved by EchoStar's Board of Directors upon the recommendation of its Audit Committee.

Andersen's report on EchoStar's 2001 financial statements was issued on February 27, 2002 in conjunction with the filing of EchoStar's Annual Report on Form 10-K for the year ended December 31, 2001.

During EchoStar's two most recent fiscal years ended December 31, 2001, and the subsequent interim period through June 1, 2002, there were no disagreements between EchoStar and Andersen on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements if not resolved to Andersen's satisfaction would have caused them to make reference to the subject matter of the disagreement in connection with their reports. None of the reportable events described under Item 304(a)(1)(v) of Regulation S-K occurred within EchoStar's two most recent fiscal

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years and the subsequent interim period through June 1, 2002. The audit reports of Andersen on the consolidated financial statements of EchoStar and subsidiaries as of and for the fiscal years ended December 31, 2001 and 2000 does not contain any adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope, or accounting principles.

EchoStar provided Andersen with a copy of the foregoing disclosures. Attached as Exhibit 16.1 is a copy of Andersen's letter, dated June 5, 2002, stating its agreement with such statements.

During EchoStar's two most recent fiscal years ended December 31, 2001, and the subsequent interim period through June 1, 2002, EchoStar did not consult with KPMG regarding any of the matters or events set forth in Item 304(a)(2)(i) and (ii) of Regulation S-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EHOSTAR COMMUNICATIONS CORPORATION

Dated: June 5, 2002

By: /s/ Michael R. McDonnell

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Michael R. McDonnell,  
Senior Vice President Chief  
Financial Officer

EXHIBITS INDEX

| Exhibit<br>----- | Description<br>-----   |
|------------------|--|
| 16.1             | Letter of Arthur Andersen LLP regarding change in certifying accountant. |