

1.) CORPORATION NAME: Pandora Media, Inc.	DUE DATE: 6/30/2012						
2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: CT CORPORATION SYSTEM 4701 COX RD STE 301 GLEN ALLEN, VA 23060-6802	SCC ID NO: F1864448						
3.) CITY OR COUNTY OF VA REGISTERED OFFICE: HENRICO COUNTY	5.) STOCK INFORMATION <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;">CLASS</th> <th>AUTHORIZED</th> </tr> <tr> <td>COMMON</td> <td>220,000,000</td> </tr> <tr> <td>PREFA</td> <td>375,000</td> </tr> </table>	CLASS	AUTHORIZED	COMMON	220,000,000	PREFA	375,000
CLASS	AUTHORIZED						
COMMON	220,000,000						
PREFA	375,000						
4.) STATE OR COUNTRY OF INCORPORATION: DE							

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2101 WEBSTER STREET
SUITE 1650

CITY/ST/ZIP: OAKLAND, CA 94612

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: JOSEPH KENNEDY TITLE: CEO/PRESIDENT ADDRESS: C/O PANDORA MEDIA, INC. CITY/ST/ZIP/CO: 2101 WEBSTER STREET, SUITE 1650 OAKLAND, CA 94612		

	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: Jeremy Liegl TITLE: ASST SECRETARY ADDRESS: C/O PANDORA MEDIA, INC. CITY/ST/ZIP/CO: 2101 WEBSTER STREET, SUITE 1650 OAKLAND, CA 94612		

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: STEVEN CAKEBREAD TITLE: CFO ADDRESS: C/O PANDORA MEDIA, INC. CITY/ST/ZIP/CO: 2101 WEBSTER STREET, SUITE 1650 OAKLAND, CA 94612		

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TIM WESTERGREN TITLE: OFFICER/DIR ADDRESS: C/O PANDORA MEDIA, INC. CITY/ST/ZIP/CO: 2101 WEBSTER STREET, SUITE 1650 OAKLAND, CA 94612		

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ Jeremy Liegl	Jeremy Liegl, ASST SECRETARY	7/12/2012
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.