

1.) CORPORATION NAME:

**Sirius XM Radio Inc.**

DUE DATE: **7/31/2014**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**CT CORPORATION SYSTEM  
4701 COX ROAD, SUITE 285  
GLEN ALLEN, VA**

SCC ID NO: **F1935206**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	9,000,000,000
PREFER	50,000,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:

**DE**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 1221 AVE OF THE AMERICA

CITY/ST/ZIP: NEW YORK, NY 10020

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.

NAME:	JOAN AMBLE	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	1221 AVE OF THE AMERICA		
CITY/ST/ZIP/CO:	NEW YORK, NY 10020		

NAME:	DAVID J A FLOWER	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2300 LIBERTY BLVD		
CITY/ST/ZIP/CO:	ENGLEWOOD, CO 80112		

NAME:	EDDY HARTEMSTEIN	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	202 W 1ST ST		
CITY/ST/ZIP/CO:	LOS ANGELES, CA 90012		

NAME:	JAMES P HOLDEN	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	1221 AVE OF THE AMERICAS		
CITY/ST/ZIP/CO:	NEW YORK, NY 10020		

NAME:	JAMES E MEYER	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	1221 AVE OF THE AMERICAS		
CITY/ST/ZIP/CO:	NEW YORK, NY 10020		

NAME:	Tony Bates	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	1221 Avenue of the Americas		
CITY/ST/ZIP/CO:	New York, NY 10020		

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	George Bodenheimer DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	Greg Maffei DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	Evan Malone DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	James Mooney DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	Carl Vogel DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	Vanessa Wittman DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	David Zaslav DIRECTOR 1221 Avenue of the Americas New York, NY 10020	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	Patrick Donnelly SECRETARY 1221 Avenue of the Americas New York, NY 10020	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	David Frear EVP, CFO 1221 Avenue of the Americas New York, NY 10020	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

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/ Patrick Donnelly	Patrick Donnelly, SECRETARY	6/18/2014
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.