

APOLLO ADVISORS IV LP

Form 4

January 11, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
APOLLO ADVISORS IV LP

2. Issuer Name **and** Ticker or Trading
Symbol
SIRIUS SATELLITE RADIO INC
[SIRI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
TWO MANHATTANVILLE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/10/2005

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

PURCHASE, NY 10577

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/10/2005		X		23,552,445	A	\$ 1.04	141,121,797	I	See footnote (1)
Common Stock	01/10/2005		X		15,986,060	A	\$ 0.92	157,107,857	I	See footnote (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Series A Common Stock Purchase Warrant	\$ 1.04	01/10/2005		X	27,250,013	03/07/2003 03/07/2005	Common Stock 27,250,013
Series B Common Stock Purchase Warrant	\$ 0.92	01/10/2005		X	18,166,677	03/07/2003 03/07/2005	Common Stock 18,166,677

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
APOLLO ADVISORS IV LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577		X		
APOLLO OVERSEAS PARTNERS IV LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577		X		
APOLLO INVESTMENT FUND IV LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577		X		
APOLLO MANAGEMENT IV LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577		X		

Signatures

APOLLO ADVISORS IV, L.P. By: APOLLO CAPITAL MANAGEMENT IV, INC. Its General Partner By: /s/ Michael D. Weiner Michael D. Weiner Vice President 01/11/2005

____Signature of Reporting Person

Date

APOLLO OVERSEAS PARTNERS IV, L.P. By: APOLLO ADVISORS IV, L.P. Its Managing General Partner By: APOLLO CAPITAL MANAGEMENT IV, INC. Its General Partner By: /s/ Michael D. Weiner Michael D. Weiner Vice President 01/11/2005

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__Signature of Reporting Person

Date

APOLLO INVESTMENT FUND IV, L.P. By: APOLLO ADVISORS IV, L.P. Its General
Partner By: APOLLO CAPITAL MANAGEMENT IV, INC. Its General Partner By: /s/
Michael D. Weiner Michael D. Weiner Vice President

01/11/2005

__Signature of Reporting Person

Date

APOLLO MANAGEMENT IV, L.P. By: AIF IV MANAGEMENT, INC. Its General Partner
By: /s/ Michael D. Weiner Michael D. Weiner Vice President

01/11/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) See Exhibit 99.1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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