SIRIUS SATELLITE RADIO INC

Form 4

January 25, 2008

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **MEYER JAMES E** Issuer Symbol SIRIUS SATELLITE RADIO INC (Check all applicable) [(SIRI)] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 1221 AVENUE OF THE 01/23/2008 President, Sales & Operations **AMERICAS** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10020

| (City) | (State) | (Zip) Table | e I - Non-D | erivative Se | curiti | es Acqı | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|---|---|--|---|---------------|------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securitie on(A) or Disp (Instr. 3, 4 | oosed cand 5) | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 01/23/2008 | | Code V | Amount 178,572 (1) | or (D) | Price \$ 0 | (Instr. 3 and 4) 1,293,947 | D | |
| Common Stock | | | | | | | 11,061 | I | By 401(k) Plan |

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

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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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 4. 5. Number of | | 6. Date Exercisable and | | 7. Title and Amount of | |
|-----------------|-------------|---------------------|--------------------|-----------------------|-------------------|---------------------|-------------------------|-----------------------|----------------------------|--|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionDerivative | | Expiration Date | | Underlying Securities | | |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | | (Instr. 3 and 4) | | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired (A) or | | | | | |
| | Derivative | | | | Disposed of (D) | | | | | |
| | Security | | | | (Instr. 3, 4, and | | | | | |
| | | | | | 5) | | | | | |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares | |
| Stock Option | ¢ 2.07 | 01/22/2009 | | ٨ | 707,000 | 01/22/2000 | 01/22/2019 | Common | 707.00 | |
| (Right to Buy) | \$ 2.87 | 01/23/2008 | | A | (2) | 01/23/2009 | 01/23/2018 | Stock | 707,00 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MEYER JAMES E 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020

President, Sales & Operations

Signatures

Reporting Person

/s/ Meyer, James
E. 01/25/2008

**Signature of 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) Restricted stock units vest on February 20, 2009.
- (2) Options vest as follows: 176,750 1/23/09; 176,750 1/23/2010; 176,750 1/23/2011 and 176,750 1/23/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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