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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <b>BERKSHIRE HATHAWAY INC</b>  (Last) (First) (Middle) <b>3555 FARNAM STREET</b>  (Street) <b>OMAHA NE 68131</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>SIRIUS XM HOLDINGS INC. [ SIRI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>12/17/2024</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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	12/17/2024		P		1,440,000	A	\$22.1267 <sup>(1)</sup>	113,944,729	I	See footnotes <sup>(2)(3)</sup>
Common Stock	12/18/2024		P		915,527	A	\$21.9426 <sup>(4)</sup>	114,860,256	I	See footnotes <sup>(2)(3)</sup>
Common Stock	12/18/2024		P		538,940	A	\$22.4944 <sup>(5)</sup>	115,399,196	I	See footnotes <sup>(2)(3)</sup>
Common Stock	12/19/2024		P		2,038,051	A	\$20.8464 <sup>(6)</sup>	117,437,247	I	See footnotes <sup>(2)(3)</sup>
Common Stock	12/19/2024		P		31,326	A	\$21.519 <sup>(7)</sup>	117,468,573	I	See footnotes <sup>(2)(3)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <b>BERKSHIRE HATHAWAY INC</b>  (Last) (First) (Middle) <b>3555 FARNAM STREET</b>  (Street) <b>OMAHA NE 68131</b>  (City) (State) (Zip)		
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1. Name and Address of Reporting Person \*

BUFFETT WARREN E

(Last) (First) (Middle)

3555 FARNAM STREET

(Street)

OMAHA NE 68131

(City) (State) (Zip)

**Explanation of Responses:**

1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$21.8350 to \$22.4800. The Reporting Persons undertake to provide Sirius XM Holdings Inc. (formerly known as Liberty Sirius XM Holdings Inc., "Sirius XM Holdings"), any security holder of Sirius XM Holdings, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote 1 to this Form 4.

2. 101,483,683 of the total reported securities are owned as of December 19, 2024 by the following subsidiaries of Berkshire Hathaway Inc. ("Berkshire"): Government Employees Insurance Company (93,812,102), National Fire & Marine Insurance Company (1,326,491) and National Indemnity Company (6,345,090). As Berkshire is in the chain of ownership of each of these subsidiaries, it may be deemed presently to both beneficially own and have a pecuniary interest in all such shares presently owned by each of these subsidiaries. Warren E. Buffett, as the controlling stockholder of Berkshire, may be deemed presently to beneficially own, but only to the extent he has a pecuniary interest in, such shares presently owned by each such subsidiary. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

3. 15,984,890 of the total reported securities are owned as of December 19, 2024 by the following pension plans of Berkshire's subsidiaries: Berkshire Hathaway Consolidated Pension Plan (10,556,408), BNSF Master Retirement Trust (3,308,255), Precision CastParts Corp Master Trust (1,952,727) and Scott Fetzer Collective Investment Trust (167,500). Each of Berkshire, Mr. Buffett and these pension plans disclaims beneficial ownership in such shares.

4. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$21.4600 to \$22.4550. The Reporting Persons undertake to provide Sirius XM Holdings, any security holder of Sirius XM Holdings, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote 4 to this Form 4.

5. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$22.4600 to \$22.5500. The Reporting Persons undertake to provide Sirius XM Holdings, any security holder of Sirius XM Holdings, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote 5 to this Form 4.

6. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$20.4700 to \$21.4200. The Reporting Persons undertake to provide Sirius XM Holdings, any security holder of Sirius XM Holdings, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote 6 to this Form 4.

7. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$21.5100 to \$21.6000. The Reporting Persons undertake to provide Sirius XM Holdings, any security holder of Sirius XM Holdings, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote 7 to this Form 4.

/s/ Warren E. Buffett, on behalf of  
himself and each other reporting person hereunder 12/19/2024

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.