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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**  
Date of Report (Date of earliest event reported): March 20, 2025 (March 17, 2025)

**SIRIUS XM HOLDINGS INC.**  
(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Jurisdiction  
of Incorporation)

**001-34295**  
(Commission File Number)

**93-4680139**  
(I.R.S. Employer  
Identification No.)

**1221 Avenue of the Americas, 35th FL, New York, NY**  
(Address of Principal Executive Offices)

**10020**  
(Zip Code)

Registrant's telephone number, including area code: **(212) 584-5100**

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	SIRI	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

*Appointment of Anjali Sud to Board of Directors*

On March 19, 2025, the Board of Directors (the "Board of Directors") of Sirius XM Holdings, Inc. (the "Company") unanimously appointed Anjali Sud to the Board of Directors, effective as of March 31, 2025. Ms. Sud is being appointed to the Board of Directors to fill the vacancy created by the resignation of James E. Meyer, our Vice Chairman and a member of the Board of Directors. Ms. Sud will serve as a Class II director and is expected to stand for reelection at our 2026 Annual Meeting of Stockholders. The Board of Directors has determined that Ms. Sud satisfies the definition of an "independent director" under the Nasdaq listing standards and our Corporate Governance Guidelines.

Ms. Sud has been the Chief Executive Officer of Tubi, Inc., a subsidiary of the Fox Corporation that provides free ad-supported TV streaming service in the United States, since September 2023. Prior to that time, from July 2017 to August 2023, Ms. Sud served as the Chief Executive Officer of Vimeo, Inc., a provider of cloud-based software tools that enable creative professionals, marketers and enterprises to stream, host, distribute and monetize videos online and across devices. She also served on Vimeo's board of directors from May 2021 to August 2023. Prior to that, Ms. Sud held various positions at Vimeo since July 2014, before being promoted to Chief Executive Officer in July 2017. Before Vimeo, Ms. Sud served in various positions at Amazon.com, Inc. from 2010 to 2014, most recently as Director of Marketing. Ms. Sud serves on the Board of Directors of Dolby Laboratories, Inc. and Change.org.

As the Chief Executive Officer of Tubi and having served in executive positions in other technology and media companies, Ms. Sud brings extensive knowledge of the technology industry and operational experience to the boardroom, including an understanding of the operational, financial and strategic issues facing audio-visual content creators and streaming service providers. In addition, through her prior role as Director of Marketing at Amazon, Ms. Sud brings valuable business and marketing insight and experience to our Board.

The Board of Directors has named Ms. Sud to serve on the Nominating, Environmental, Social and Governance Committee of our Board of Directors.

Ms. Sud will be eligible to receive compensation for her service on the Board of Directors consistent with that provided to all non-employee directors, which is described under the caption "Election of Directors – Director Compensation" in our definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on April 8, 2024, as adjusted by the Board of Directors from time to time.

There was no arrangement or understanding between Ms. Sud and any other person with respect to her appointment to the Board of Directors. In addition, there have been no transactions involving Ms. Sud that would be required to be disclosed pursuant to Item 404(a) of Regulation S-K.

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2

#### *Resignation of Director*

On March 17, 2025, James E. Meyer resigned as a member of our Board of Directors. The decision of Mr. Meyer to resign was not the result of any disagreement with us on any matter relating to our operations, policies or practices.

#### **Item 7.01. Regulation FD Disclosure.**

On March 20, 2025, we issued a press release announcing Ms. Sud's appointment and the resignation of Mr. Meyer. A copy of the press release is attached to this Form 8-K as Exhibit 99.1 and is incorporated herein by this reference.

The information contained in this item, including that incorporated by reference, is being furnished to the Securities and Exchange Commission (the "SEC"). Such information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

#### **Item 9.01. Statements and Exhibits**

(d) Exhibits.

<b><u>Exhibit Number</u></b>	<b><u>Description of Exhibit</u></b>
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<a href="#">99.1</a>	<a href="#">Press Release dated March 20, 2025</a>
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104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL
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3

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SIRIUS XM HOLDINGS INC.

By: /s/ Richard N. Baer

Richard N. Baer  
Executive Vice President, General Counsel and Secretary

Dated: March 20, 2025

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4



## Sirius XM Announces Appointment of Anjali Sud to Board of Directors

### *Vice Chairman James E. Meyer to Step Down from Board*

**NEW YORK, March 20, 2025** – Sirius XM Holdings Inc. (NASDAQ: SIRI) today announced the appointment of a new independent director, Anjali Sud, to the company’s Board of Directors.

Sud is an accomplished executive at the intersection of media, technology, and entertainment. She currently serves as Chief Executive Officer for Tubi (www.tubi.tv), Fox Corporation’s (NASDAQ: FOXA, FOX) free ad-supported streaming service. Prior to joining Tubi, Sud served as Chief Executive Officer of Vimeo, a global online video platform, during which time she took the company public.

“Anjali has an incredible track record on the cutting edge of media and technology, and has a deep understanding for what it takes to succeed today. She will be an asset to the Board and to the company as a whole as we look to maintain our strong standing and to position ourselves for future growth,” said Jennifer Witz, Chief Executive Officer of SiriusXM. “Adding Anjali’s perspective and experience serves to further strengthen our Board, and I look forward to working with her.”

Sud said, “As a fan of SiriusXM and a big believer in the power of audio and delivering entertainment to audiences where they want it, I am looking forward to working with Jennifer, the Board, and the entire management team as the company looks to leverage its strengths and focus its efforts in this next chapter of the business. SiriusXM has played an important role in shaping the audio landscape, and I’m excited to bring my insights to the Board as SiriusXM positions itself to continue to deliver long-term financial success.”

Vice Chairman James E. Meyer also resigned from the Board. Meyer first joined SiriusXM in 2004 and served as Chief Executive Officer from December 2012 through December 2020.

“It’s been an honor to serve on SiriusXM’s Board, and to continue to watch the company evolve under Jennifer’s leadership,” said Meyer. “I am extremely proud of all that SiriusXM has accomplished since I first arrived over two decades ago, of the unparalleled audio entertainment the company delivers to listeners across North America and the value it brings to its stockholders. While I believe now is the right time to complete my Board service, I remain a passionate supporter – and subscriber – of SiriusXM, and I am confident that Jennifer, Greg Maffei, and the entire Board will ensure the company continues to thrive.”

Witz added, “It has been a privilege to work with Jim for all these years, and having his guidance on the Board has been invaluable to the company. On behalf of the company, the Board and all of our employees, we thank Jim for all his contributions and commitment to SiriusXM and wish him all the best.”

#### **About Anjali Sud**

Anjali Sud is CEO of Tubi, the most watched free TV and movie streaming service in the U.S., where under her leadership the company has scaled to over 97 million monthly active viewers, expanded globally and solidified its position as a major entertainment destination. Prior to Tubi, Anjali served as CEO of Vimeo (NASDAQ:VMEQ), the global online video platform. During her tenure she took the company public and established Vimeo as the home for video creators and professionals worldwide, building a community of over 300 million users. Before that, she held various positions in e-commerce, finance and media at Amazon and Time Warner.



Anjali has been included in Fortune’s 40 under 40, Crain’s 40 under 40, Adweek’s Power List and The Hollywood Reporter’s Next Gen Under 35. She is a designated Young Global Leader of the World Economic Forum and serves on the Board of Directors of Dolby Laboratories (NYSE:DLB) and Change.org. She is currently a Henry Crown Fellow at the Aspen Institute. Anjali grew up in Flint, Michigan, and lives in New York City with her husband and two young sons.

#### **About Sirius XM Holdings Inc.**

SiriusXM is the leading audio entertainment company in North America with a portfolio of audio businesses including its flagship subscription entertainment service SiriusXM; the ad-supported and premium music streaming services of Pandora; an expansive podcast network; and a suite of business and advertising solutions. Reaching a combined monthly audience of approximately 160 million listeners, SiriusXM offers a broad range of content for listeners everywhere they tune in with a diverse mix of live, on-demand, and curated programming across music, talk, news, and sports. For more about SiriusXM, please go to: [www.siriusxm.com](http://www.siriusxm.com).

#### **Source: SiriusXM**

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