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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

Sirius XM Holdings Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11.
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Your **Vote** Counts!

SIRIUS XM HOLDINGS INC.

2026 Annual Meeting

Vote by May 27, 2026

11:59 PM ET

SIRIUS XM HOLDINGS INC.
1221 AVENUE OF THE AMERICAS, 35TH FL.
NEW YORK, NY 10020



You invested in SIRIUS XM HOLDINGS INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 28, 2026.**

Get informed before you vote

View the Notice & Proxy Statement/Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 14, 2026. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

May 28, 2026
8:30 AM EDT

via internet
www.virtualshareholdermeeting.com/SIRI2026

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items		Board Recommends
1.	Election of Class I and II Directors Nominees: 01 Eddy W. Hartenstein 03 Jennifer C. Witz 05 Jonelle Procope 02 Kristina M. Salen 04 Evan D. Malone 06 Anjali Sud	☑ For
2.	Advisory approval of named executive officer compensation.	☑ For
3.	Approval of Amendment No. 1 to the Sirius XM Holdings Inc. 2024 Long-Term Stock Incentive Plan (the "2024 Plan") to increase the number of shares available for issuance by an additional 7,200,000 shares and to extend the term of the 2024 Plan.	☑ For
4.	Ratification of the appointment of KPMG LLP as our independent registered public accountants for 2026.	☑ For

NOTE: In addition, such other business as may properly come before the meeting or any adjournment thereof. You may attend the meeting via the Internet and vote during the meeting. Have the information that is printed in the box marked with the arrow on your proxy card or Notice of Internet Availability of Proxy Materials available and follow the instructions.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".