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

OMB APPROVAL					
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nours per response	e 0.5				

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 or Section 30(h) of the Investment Company Act of 1940

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1 0				<u> </u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X. Director 10% Owner					
(First) F THE AME	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2018		Office	r (give title beld	ow)(Other (specify be	ow)				
(Street) 10104		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person								
(State)	(Zip)	Та	ble I - I	Non-De	rivative	Securities	Acqui	ired, Disp	osed of, or l	Beneficially (Owned	
	2. Transaction Date (Month/Day/Year)	any	Code (Instr.		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Following (s)	6. Ownership Form: 7.	Beneficial	
		(Monul Day Tear)		le V	Amoui	(A) or (D)	Price	(instr. 3 and 4)			or Indirect (I)	Ownership Instr. 4)
	02/28/2018		A		26 (1)	A	\$ 0	26,174			D	
				the	form dis	splays a o	curre:	ntly valid				
Date	Execution Da any	te, if Transaction Code (Instr. 8)	Number of Derivat Securiti Acquire (A) or Dispose of (D)	and (M	Expirati	on Date	Amo Und Secu	ount of erlying urities		Derivative Securities Beneficially Owned Following Reported	Ownershi Form of Derivativ Security: Direct (D or Indirect	(Instr. 4
					e	Expiration		or				
	ORDI (First) F THE AME (Street) 10104 (State) separate line for the control of Date	ORDI (First) (Middle) F THE AMERICAS (Street) 10104 (State) (Zip) 2. Transaction Date (Month/Day/Year) 02/28/2018 separate line for each class of secur Table II - 1 (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	SIRIUS XM H (First) (Middle) 3. Date of Earliest 02/28/2018 (Street) 4. If Amendment, 10104 (State) (Zip) Ta 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 02/28/2018 separate line for each class of securities beneficially over the case of the company of the case of the	SIRIUS XM HOLDI (First) (Middle) 3. Date of Earliest Transact on 202/28/2018 (Street) 4. If Amendment, Date On 10104 (State) (Zip) Table I - 1 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Code (Instr. of 202/28/2018 Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, and 10 Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Securities (A) or Dispose of (D) (Instr. 3)	SIRIUS XM HOLDINGS I (First) (Middle) F THE AMERICAS (Street) 4. If Amendment, Date Original F (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 8) 2. Transaction Code (Instr. 8)	SIRIUS XM HOLDINGS INC. [(S) (First) (Middle) F THE AMERICAS (Street) 4. If Amendment, Date Original Filed(Mont 10104 (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 8) 3. Transaction (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) Code V Amount (D) 2. Transaction Date (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) Persons who response or contained in this for the form displays a contained in this form display	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) (Street) 3. Date of Earliest Transaction (Month/Day/Year) (02/28/2018 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Instr. 8) (In	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2018 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individually Form file (Month/Day/Year) 7. Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Ins	SIRIUS XM HOLDINGS INC. [(SIRI)] X	SIRIUS XM HOLDINGS INC. [(SIRI)] Check all applications Check all	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) (First) (Middle) (Sireet) 4. If Amendment, Date Original Filed(Month/Day/Year) (OZ/28/2018 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 7. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 3) (Month/Day/Year) 8. Tansaction Date (Month/Day/Year) 9. Table II - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) (A) or Code V Amount (D) Price (Instr. 3) (A) or Code V Amount (D) Price (Instr. 3) (A) or Contained in this form are not required to respond unless the form displays a currently and OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) (Month/Day/Year) 3. Transaction Date (Instr. 8) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Instr. 8) (Month/Day/Year)

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
AMBLE JOAN LORDI 1290 AVENUE OF THE AMERICAS NEW YORK, NY 10104	X						

Signatures

/s/Patrick L. Donnelly, attorney in fact	03/01/2018
**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).
- On February 28, 2018, Sirius XM Holdings Inc. ("Sirius XM") paid a cash dividend of \$0.011 per share on each share of its outstanding common stock. The dividend was payable to all holders of Sirius XM's common stock on the record date, February 7, 2018. Pursuant to the terms of the agreement governing the outstanding restricted stock units held by the filer, the filer received certain additional restricted stock units as a result of this cash dividend. These restricted stock units are shown on page 1 of this Form 4. These additional units are subject to the same conditions regarding vesting and settlement as the underlying restricted stock units to which they relate.

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.