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

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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

/												
Print or Type Responses) 1. Name and Address of Reporting Person * MALONE EVAN DANIEL			2. Issuer Name and Ticker or Trading Symbol SIRIUS XM HOLDINGS INC. [(SIRI)]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 1290 AVENUE OF THE AMERICAS			3. Date of Earliest Transaction (Month/Day/Year) 05/29/2020					Office	r (give title belo	ow)	Other (specify be	low)
(Street) NEW YORK, NY 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 - No	on-Deri	ivative S	Securities .	Acqui	ired, Disp	osed of, or I	Beneficially (Owned	
(Instr. 3)		any	Code (Instr. 8)					D) Beneficially Owned Following Reported Transaction(s)		Collowing (s)	Ownership o Form: B	'. Nature of Indirect Beneficial Ownership
		(iviolitii/Bay/Tear)	Code	V	Amoun	(A) or (D)	Price	(msu. 3 a	anu 4)		or Indirect (I)	(Instr. 4)
0	5/29/2020		A		107 (1) A	\$ 0	82,149			D	
				the for	orm dis	plays a c	urrer eficial	ntly valid				
Derivative Conversion Date Security or Exercise (Month/Day/Year) a	3A. Deemed Execution Data	4. Transaction Code Year) (Instr. 8)	5. Number of	6. Da and I (Mor	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Ti Amo Undo Secu	ount of erlying	Derivative Security (Instr. 5)		Ownersh Form of Derivativ Security:	(Instr. 4)
			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				4)			Reported Transaction	Direct (E or Indirect) (S) (I) (Instr. 4)	
	DANIEL (First) F THE AMERI (Street) 10104 (State) 2. D (N separate line for each of the companion of	DANIEL (First) (Middle) THE AMERICAS (Street) 10104 (State) (Zip) 2. Transaction Date (Month/Day/Year) 05/29/2020 separate line for each class of secur Table II - I (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date (Month/Day/Year)	Table II - Derivative Securitics beneficially over the following in the fo	DANIEL (First) (Middle) (First) (Middle) (Street) (Street) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction 05/29/2020 4. If Amendment, Date Orig 2A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Instr. 8) Code (Instr. 8) Table II - Derivative Securities Acquire, puts, calls, warrants, or any (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, or any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, or any (Month/Day/Year) (Month/Day/Year) (Instr. 8)	SIRIUS XM HOLDINGS IN	SIRIUS XM HOLDINGS INC. [(Stret) Gode Wilder	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 05/29/2020 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (A) or Code (Instr. 8) (B) OF CODE (Instr. 8) (C) OF OF OR OR OR OF OR OR OR OF OR OR OR OF OR OR OR OR OR OR OR OF OR	SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 05/29/2020 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 10104 (State) (Zip) Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Month/Day/Year) A 107 (1) A \$ 0 separate line for each class of securities beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) Persons who respond to contained in this form are the form displays a currence of (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Securities)	DANIEL SIRIUS XM HOLDINGS INC. [(SIRI)] (First) (Middle) THE AMERICAS (Street) (Street) (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Disposed of (D) Price (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (A) or Price (Instr. 3 and 5) (Roy Amount (D) Price (Instr. 3 and 5) (A) or Price (Instr. 3 and 5) (A) or Price (Instr. 3 and 5) (Instr. 3 and 5)	SIRIUS XM HOLDINGS INC. [(SIRI)] X_ Director Officer (give title below to Size of	DANIEL SIRIUS XM HOLDINGS INC. [(SIRI)] X Director Officer (give title below) Greek all applic of officer (give title below) Greek all applic of officer (give title below) Greek all applic officer (give title below) Greek all applic officer (give title below Greek all applic officer (give title below) Greek all applic officer (give title below Greek all applic officer (give title below Greek all applic officer (give title below Greek all applic of officer (give title below Greek all applic officer	DANIEL SIRIUS XM HOLDINGS INC. [(SIRI)] X_Director Other (specify be of the form displays a currently valid OMB control number. Size of the form displays a currently valid OMB control number.

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MALONE EVAN DANIEL 1290 AVENUE OF THE AMERICAS NEW YORK, NY 10104	X					

Signatures

/s/Patrick L. Donnelly, attorney in fact	06/01/2020		
**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 May 29, 2020, Sirius XM Holdings Inc. ("Sirius XM") paid a cash dividend of \$0.01331 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, May 8, 2020. 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 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.