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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

FORM 4 APPROVAL

WASHINGTON, D.C. 20549

OMB

[] CHECK THIS BOX IF NO LONGER SUBJECT TO STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS 3235-0287 MAY CONTINUE. SEE INSTRUCTION 1(B). January 31, 2005

OMB Number: Expires: Estimated

average burden response.....0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

hours per

(Print or Type Responses)

1. Name and Address of Reporting Person* APOLLO ADVISORS IV, L.P. all applicable) 2. Issuer Name and Ticker or Trading Symbol Sirius Satellite Radio Inc. (SIRI) 6. Relationship of Person(s) to (Check

APOLLO INVESTMENT FUND IV, L.P. [] Director [X] 10% Owner (Last) (First) (Middle) 3. I.R.S. or Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Day/Year 03/07/2003 [] Officer (give [] title below)

TWO MANHATTANVILLE ROAD (Street) 5. If Amendment, Date of Original (Month/Day/Year) 7. Individual or (CHECK

PURCHASE NY 10577 One Reporting (City) (State) (Zip) [] Form filed by Person [X] Form filed by Reporting Person

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALY OWNED

Table with 6 columns: 1. Title of Security, 2. Transaction Date, 2A. Deemed Execution Date, 3. Transaction Code, 4. Securities Acquired or Disposed of, 5. Amount of Securities, 6. Ownership Form. Includes entry for COMMON STOCK, PAR VALUE \$0.001 PER SHARE.

COMMON STOCK, PAR VALUE \$0.001 PER SHARE 03/07/03 P 39,927,796(2) (A) See Footnote 2

COMMON STOCK, PAR VALUE \$0.001 PER SHARE	03/07/03	P	24,060,271 (2)	(A) \$1.0391	
COMMON STOCK, PAR VALUE \$0.001 PER SHARE	03/07/03	P	52,581,285 (2)	(A) See Footnote 2	
COMMON STOCK, PAR (D) (3) SEE VALUE \$0.001 PER SHARE FOOTNOTE 1					162,986,242 (1) (I)
9.2% SERIES A JUNIOR CUMULATIVE CONVERTIBLE PREFERRED STOCK	03/07/03	S	1,902,823 (4)	(D) See Footnote 2	0
9.2% SERIES B JUNIOR CUMULATIVE CONVERTIBLE PREFERRED STOCK	03/07/03	S	853,450 (4)	(D) See Footnote 2	0

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. not required
 * If the form is filed by more than one reporting person, SEE currently valid Instruction 4(b) (v).

Potential persons who repond to the information contained in this form are to respond unless the form displays a OMB control number.

(Over)
 SEC 1474 (9-02)

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 FORM 4 (CONTINUED)
 BENEFICIALLY OWNED
 SECURITIES)

TABLE II-- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR
 (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE
 SECURITIES)

<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
1. Title of Owner- Derivative of Indirect Security Beneficial or Indi- (I) (Instr. 4)	2. Conver- sion or Exercise Price of Deriva- tive Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Deriva- tive Sec- urities Acquired (A) or Disposed of (D)	6. Date and Expira- tion Date (Month/Day/ Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Num- ber of deriv- ative Secur- ities Bene- ficially Owned	10. ship Form of active Deriv- ative Secur- ities Direct ly (D)

SERIES A COMMON \$1.04 3/07/03 3/07/03 P 27,250,013 3/07/03 3/07/05 Common Stock 27,250,013 See Footnote 2

PURCHASE WARRANTS

SERIES B \$.92 3/07/03 3/07/03 P 18,166,677 3/07/03 3/07/05 Common 18,166,677 See Footnote 2
COMMON Stock

PURCHASE WARRANTS

45,416,690 (I)

(D) (3) See

Footnote 1

(1) Amount reported includes 149,388,256 shares of Common Stock owned by Apollo Investment Fund IV, L.P. ("AIF IV") and 13,597,786 shares of Common Stock owned by Apollo Overseas Partners IV, L.P. ("Overseas IV") including 947,300 and 52,700 shares of Common Stock held by AIF IV and Overseas IV, respectively, prior to the transactions reported on this form. Advisors IV is the general partner of AIF IV and the managing general partner of Overseas IV. Apollo Capital Management IV, Inc. ("Capital Management") is the general partner of Advisors IV. Apollo Management IV, L.P. ("Management IV") is the Manager of AIF IV and Overseas IV. AIF IV Management, Inc. ("AIF IV Management") is the general partner of Management IV. Leon D. Black and John J. Hannan are directors and principal executive officers of Capital Management and AIF IV Management. Advisors IV, Capital Management, Management IV, AIF IV Management and Messrs. Black and Hannan and their affiliates disclaim beneficial ownership of all shares of the Issuer in excess of their respective pecuniary interests, if any, and this report shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, any such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(2) See Explanation of Responses

(3) (D) in the case of AIF IV and (I) in the case of Advisors IV.

(4) AIF IV disposed of 1,805,947 shares of 9.2% Series A Junior Cumulative Convertible Preferred Stock and 808,436 shares of 9.2% Series B Junior Cumulative Convertible Preferred Stock. Overseas IV disposed of 96,876 shares of 9.2% Series A Junior Cumulative Convertible Preferred Stock and 45,014 shares of 9.2% Series B Junior Cumulative Convertible Preferred Stock.

Explanation of Responses: The securities acquired and disposed of reported on this Form 4 were acquired and disposed of as part of a restructuring transaction in which 91% of Sirius Satellite Radio Inc.'s (the "Company") debt holders agreed to exchange their debt for common stock, the Company's preferred stockholders agreed to exchange their preferred shares for common stock and new warrants, and in which certain investors invested an aggregate of \$200 million in new capital in exchange for newly-issued common stock. Advisors IV acquired beneficial interests in (a) 52,581,285 shares of Common Stock in exchange for its \$46,500,000, principal amount at maturity, senior secured discount notes and \$16,900,000, principal amount at maturity, senior secured notes, in each case issued by the Company (collectively, "Company Notes"), (b) 39,927,796 shares of Common Stock and warrants to purchase an additional 45,416,690 shares of Common Stock with 18,166,677 warrants having an exercise price of \$.92 per share and 27,250,013 warrants having an exercise price of \$1.04 per share, in exchange for the retirement of all the shares of 9.2% Series A Junior Cumulative Convertible Preferred Stock and 9.2% Series B Junior Cumulative Convertible Preferred Stock ("Company Preferred Shares") beneficially owned by it and (c) 24,060,271 shares of Common Stock in exchange for a \$25,000,000 cash investment. AIF acquired beneficial interests in (a) 49,815,357 shares of Common Stock in exchange for Company Notes held by it, (b) 37,894,998 shares of Common Stock and warrants to purchase an additional 43,104,980 shares of Common Stock with 17,241,993 warrants having an exercise price of \$.92 and 25,862,987 warrants having an exercise price of \$1.04, in exchange for the retirement of all the shares of 9.2% Series A Junior Cumulative Convertible Preferred Stock and 9.2% Series B Junior Cumulative Convertible Preferred Stock held by it and (c) 22,835,603 shares of Common Stock in exchange for a \$23,727,500 cash investment. Any shares beneficially owned by Advisors IV and not directly owned by AIF IV are directly owned by Overseas IV, and all Company Preferred Shares exchanged that were beneficially owned by Advisors IV but not directly owned by AIF IV were directly owned by Overseas IV.

APOLLO INVESTMENT FUND IV, L.P.

By: APOLLO ADVISORS IV, L.P., ITS GENERAL

PARTNER

By: APOLLO CAPITAL MANAGEMENT IV, INC., ITS

GENERAL PARTNER

/s/ MICHAEL D. WEINER March 11,

2003

Name: Michael D. Weiner Date
Title: Vice President, Apollo
Capital Management IV, Inc.

APOLLO ADVISORS IV, L.P.

By: APOLLO CAPITAL MANAGEMENT IV, INC., ITS

GENERAL PARTNER

/s/ MICHAEL D. WEINER March 11,

2003

Name: Michael D. Weiner Date
Title: Vice President, Apollo
Capital Management IV, Inc.

** 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 provided is insufficient,
SEE Instruction 6 for procedure.

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form displays a currently valid OMB Number.

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