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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 30, 2003

SIRIUS SATELLITE RADIO INC.
(Exact Name of Registrant as Specified in Charter)

Delaware   0-24710   52-1700207
(State or other Jurisdiction   (Commission File Number)   (I.R.S. Employer
    of Incorporation)   Identification No.)

1221 Avenue of the Americas, 36th Fl., New York, NY   10020
    (Address of Principal Executive Offices)   (Zip Code)

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

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Item 5. Other Events.

        Our board of directors has extended the expiration date of the rights
issued under the Rights Agreement between The Bank of New York and ourselves
from August 1, 2003 to January 15, 2004. A copy of the Amendment to the Rights
Agreement, dated as of July 30, 2003, between The Bank of New York and ourselves
is attached hereto as Exhibit 99.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

        (a) Not applicable.

        (b) Not applicable.

        (c) Exhibits.

        The Exhibit Index attached hereto is incorporated herein.

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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 SATELLITE RADIO INC.

By: /s/ Patrick L. Donnelly

    Patrick L. Donnelly
    Executive Vice President, General Counsel
    and Secretary

Dated: July 30, 2003

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EXHIBIT INDEX

                                                    Exhibit 99.1

                         AMENDMENT TO RIGHTS AGREEMENT

          AMENDMENT, dated as of July 30, 2003 (this "Amendment"), by and between
SIRIUS SATELLITE RADIO INC. (formerly known as CD Radio Inc.), a Delaware
corporation (the "Company"), and THE BANK OF NEW YORK, a New York corporation
(the "Rights Agent"). Capitalized terms used and not defined herein shall have
the meanings assigned to them in the Rights Agreement.

                                 RECITALS

          WHEREAS, the Company and the Rights Agent are parties to a Rights
Agreement, dated as of October 22, 1997 (as heretofore amended, the "Rights
Agreement");

          WHEREAS, the Company and the Rights Agent desire to amend the Rights
Agreement to extend the Final Expiration Date of the exercise of the Rights from
August 1, 2003 to January 15, 2004;

          WHEREAS, the Board of Directors of the Company deems it desirable and
in the best interests of the Company and its stockholders to amend the Rights
Agreement to extend the Final Expiration Date to January 15, 2004;

          Accordingly, the parties agree as follows:

          1. Amendment of Section 7(a) of the Rights Agreement. Section 7(a) of
the Rights Agreement is hereby amended by deleting the date "August 1, 2003" in
the ninth line thereof and replacing it with "January 15, 2004".

          2. Miscellaneous. This Amendment shall be deemed to be a contract made
under the laws of the State of Delaware and for all purposes shall be governed
by and construed in accordance with the laws of such state applicable to
contracts to be made and performed entirely within such state. This Amendment
may be executed in any number of counterparts, each of such counterparts shall
for all purposes be deemed to be an original, and all such counterparts shall
together constitute but one and the same instrument. If any provision, covenant
or restriction of this Amendment is held by a court of competent jurisdiction or
other authority to be invalid, illegal or unenforceable, the remainder of the
terms, provisions, covenants and restrictions of this Amendment shall remain in
full force and effect and shall in no way be effected, impaired or invalidated.

                          (Signature page follows)

          EXECUTED as of the date set forth above.

                              SIRIUS SATELLITE RADIO INC.

                              By:/s/ Patrick L. Donnelly

                                   Patrick L. Donnelly
                                   Executive Vice President, General
                                   Counsel and Secretary

                              THE BANK OF NEW YORK

                              By:/s/ Alexander Pabon

                                   Alexander Pabon

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