Form 4

[X] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instructions 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

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> (Over) SEC 1474 (9-02)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* Lehman Brothers Holdings Inc.						cker or Trading Symb Inc. (SIRI)	ol		6. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 745 Seventh Avenue				S. Identifi er of Rep n, if an er ary)	orting	4. Statement for 03/19/2003	Mont	h/Day/Year	Director	(Check all applicable) Orrector Officer (give title below) Other (specify below)			
(S New York, New York 10022	13-321	6325		5. If Amendment (Month/Day/Yea		e of Original	(Check Applicable	7. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person					
(City) (Tab	le I - I	Non-Derivative	red, Disposed of,	Disposed of, or Beneficially Owned							
1. Title of Security 2. Transaction 2A. Deemed (Instr. 3) Date Execution (Month/Day/Year) Date, if any		Code		ction 3)	4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	(Instr. 4)			
Common Stock, par value \$0.01			s			500,000	D	\$0.4587					
Common Stock, par value \$0.01	03/19/2003			s		500,000	D	\$0.4610					
Common Stock, par value \$0.01	03/19/2003			s		250,000	D	\$0.4649					
Common Stock, par value \$0.01	03/19/2003			s		500,000	D	\$0.4661					
Common Stock, par value \$0.01			s		500,000	D	\$0.4710						
Common Stock, par value 03/19/2003			s		300,000	D \$0.4							
Common Stock, par value 03/19/2003		s			450,000	D	\$0.4736						
Common Stock, par value 03/19/2003		s		250,000	250,000 D \$0								
Common Stock, par value 03/19/2003			s			750,000	000 D \$0.475						
Common Stock, par value \$0.01	03/19/2003			s		225,000	D	\$0.4759					
Common Stock, par value \$0.01	03/19/2003			s		625,000	D	\$0.5019					
Common Stock, par value \$0.01	03/19/2003			s		150,000	D	\$0.5100					
Common Stock, par value \$0.01	03/19/2003			s		750,000	D	\$0.5236					
Common Stock, par value \$0.01	03/19/2003			s		250,000	D	\$0.5239					
Common Stock, par value \$0.01	03/19/2003			s		250,000	D	\$0.5308					
Common Stock, par value \$0.01	03/19/2003			s		500,000	D	\$0.5318					
Common Stock, par value \$0.01	03/19/2003			s		250,000	D	\$0.5320	89,171,823	I	(1)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instructions 4(b)(v).

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number. FORM 4 (continued)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr.3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/Year)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr.3,4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

(1) This form is a joint filing with Lehman Brothers Inc., a broker-dealer registered under Section 15 of the Securities Exchange Act and a wholly-owned subsidiary of the Reporting Person, which directly owns the securities reported herein.

JOINT FILER INFORMATION

Title of Security: Common Stock, par value \$0.01

Issuer & Ticker Symbol: Sirius Satellite Radio Inc. (SIRI)

Designated Filer: Lehman Brothers Holdings Inc.

Other Joint Filer(s):

Lehman Brothers Inc. 745 Seventh Avenue New York, New York 10019

Date of Event Requiring Statement:

March 19, 2003

Signature on behalf of Other Joint Filer:

/s/ Oliver Budde Oliver Budde Vice President

- ** 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 is insufficient, see Instruction 6 for procedure.

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/s/ Oliver Budde	03/20/2003			
**Signature of Reporting Person	Date			

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