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SIRIUS SATELLITE RADIO INC

Form 8-K

October 24, 2002

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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): October 22, 2002

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

Delaware
(State or other Jurisdiction
of Incorporation)

0-24710
(Commission File Number)

52-1700207
(I.R.S. Employer
Identification No.)

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

10020
(Zip Code)

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

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Item 5. Other Events.

On October 22, 2002, our board of directors extended the expiration date of the rights issued under the Rights Agreement between The Bank of New York and ourselves from October 22, 2002 to May 1, 2003. A copy of the Amendment to the Rights Agreement, dated as of October 22, 2002, between The Bank of New

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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: October 24, 2002

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EXHIBIT INDEX

| Exhibit ----- | Description of Exhibit ----- |
|------------------|----------------------------------------------------------------------------------------------------------------------------|
| 99.1 | Amendment, dated as of October 22, 2002, to Rights Agreement between Sirius Satellite Radio Inc. and The Bank of New York. |

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