

**SiriusXM**

**THIRD QUARTER  
2024 OPERATING AND  
FINANCIAL RESULTS**

# CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

*This communication contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements include, but are not limited to, statements about future financial and operating results, our plans, objectives, expectations and intentions with respect to future operations, products and services; and other statements identified by words such as "will likely result," "are expected to," "will continue," "is anticipated," "estimated," "believe," "intend," "plan," "projection," "outlook" or words of similar meaning. Such forward-looking statements are based upon the current beliefs and expectations of our management and are inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are difficult to predict and generally beyond our control. Actual results and the timing of events may differ materially from the results anticipated in these forward-looking statements.*

*The following factors, among others, could cause actual results and the timing of events to differ materially from the anticipated results or other expectations expressed in the forward-looking statements: Risks Relating to our Business and Operations: We face substantial competition and that competition is likely to increase over time; if our efforts to attract and retain subscribers and listeners, or convert listeners into subscribers, are not successful, our business will be adversely affected; we engage in extensive marketing efforts and the continued effectiveness of those efforts is an important part of our business; we rely on third parties for the operation of our business, and the failure of third parties to perform could adversely affect our business; we are migrating our billing system and payment processing function to a new service provider; failure to successfully monetize and generate revenues from podcasts and other non-music content could adversely affect our business, operating results, and financial condition; we may not realize the benefits of acquisitions or other strategic investments and initiatives; the impact of economic conditions may adversely affect our business, operating results, and financial condition; and we may be adversely affected by the war in Ukraine. Risks Relating to our Sirius XM Business: A substantial number of our Sirius XM service subscribers periodically cancel their subscriptions and we cannot predict how successful we will be at retaining customers; our ability to profitably attract and retain subscribers to our Sirius XM service is uncertain; our business depends in part upon the auto industry; failure of our satellites would significantly damage our business; and our Sirius XM service may experience harmful interference from wireless operations. Risks Relating to our Pandora and Off-platform Business: Our Pandora ad-supported business has suffered a substantial and consistent loss of monthly active users, which may adversely affect our Pandora and Off-platform business; our Pandora and Off-platform business generates a significant portion of its revenues from advertising, and reduced spending by advertisers could harm our business; our failure to convince advertisers of the benefits of our Pandora ad-supported service could harm our business; if we are unable to maintain revenue growth from our advertising products our results of operations will be adversely affected; changes to mobile operating systems and browsers may hinder our ability to sell advertising and market our services; and if we fail to accurately predict and play music, comedy or other content that our Pandora listeners enjoy, we may fail to retain existing and attract new listeners. Risks Relating to Laws and Governmental Regulations: Privacy and data security laws and regulations may hinder our ability to market our services, sell advertising and impose legal liabilities; consumer protection laws and our failure to comply with them could damage our business; failure to comply with FCC requirements could damage our business; environmental, social and governance expectations and related reporting obligations may expose us to potential liabilities, increased costs, reputational harm, and other adverse effects; and we may face lawsuits, incur liability or suffer reputational harm as a result of content published or made available through our services. Risks Associated with Data and Cybersecurity and the Protection of Consumer Information: If we fail to protect the security of personal information about our customers, we could be subject to costly government enforcement actions and private litigation and our reputation could suffer; we use artificial intelligence in our business, and challenges with properly managing its use could result in reputational harm, competitive harm, and legal liability and adversely affect our results of operations; and interruption or failure of our information technology and communications systems could impair the delivery of our service and harm our business. Risks Associated with Certain Intellectual Property Rights: The market for music rights is changing and is subject to significant uncertainties; our Pandora services depend upon maintaining complex licenses with copyright owners, and these licenses contain onerous terms; failure to protect our intellectual property or actions by third parties to enforce their intellectual property rights could substantially harm our business and operating results; some of our services and technologies may use "open source" software, which may restrict how we use or distribute our services or require that we release the source code subject to those licenses; and rapid technological and industry changes and new entrants could adversely impact our services. Risks Related to the Transactions: We may have a significant indemnity obligation to Liberty Media, which is not limited in amount or subject to any cap, if the transactions associated with the Split-Off are treated as a taxable transaction; we may determine to forgo certain transactions that might otherwise be advantageous in order to avoid the risk of incurring significant tax-related liabilities; we may not realize the potential benefits from the Transactions in the near term or at all; we have assumed and are responsible for all of the liabilities attributed to the Liberty SiriusXM Group as a result of the completion of the Transactions, and acquired the assets of SplitCo on an "as is, where is" basis; we may be a target of securities class action and derivative lawsuits in connection with the Transactions; it may be difficult for a third party to acquire us, even if doing so may be beneficial to our stockholders; we have overlapping directors with Liberty Media, which may lead to conflicting interests; our directors and officers are protected from liability for a broad range of actions; our holding company structure could restrict access to funds of its subsidiaries that may be needed to pay third party obligations; on a standalone basis and on a consolidated basis, we have significant indebtedness, and our subsidiaries' debt contains certain covenants that restrict its operations; and our ability to incur additional indebtedness to fund our operations could be limited, which could negatively impact its operations. Other Operational Risks: If we are unable to attract and retain qualified personnel, our business could be harmed; our facilities could be damaged by natural catastrophes or terrorist activities; the unfavorable outcome of pending or future litigation could have an adverse impact on our operations and financial condition; we may be exposed to liabilities that other entertainment service providers would not customarily be subject to; and our business and prospects depend on the strength of our brands. Additional factors that could cause our results to differ materially from those described in the forward-looking statements can be found in the prospectus filed with the Securities and Exchange Commission (the "SEC") on July 23, 2024, which forms part of Liberty Sirius XM Holdings' Registration Statement on Form S-4 (File No. 333-276758) and available at the SEC's Internet site (<http://www.sec.gov>). The information set forth herein speaks only as of the date hereof, and we disclaim any intention or obligation to update any forward looking statements as a result of developments occurring after the date of this communication.*

### **Enhanced Subscription Business**

- Added approximately 14,000 self pay subscribers
- Launched new subscription options including a three-year SiriusXM subscription with the purchase of select new vehicles + SiriusXM Podcasts+
- Released new podcast and on-demand features in-app as listenership continues to rise
- Expanded live audio lineup with new voices and exclusive programming

### **Focused on Advertising Offerings**

- Continued ad-tech advancement by investing in ad tech stack with industry leaders, like LiveRamp, to provide better targeting and measurement
- Grew podcast advertising with launch of "SmartLess" and signing of a new agreement with the Unwell network including "Call Her Daddy"

### **Drove Efficiency Across Organization**

- Launched technology center in Ireland
- Advanced scalable AI and automation tools across our business, and AI customer agent work is already exceeding our expectations
- On track to achieve \$200 million in 2024 cost savings

# **THIRD QUARTER BUSINESS HIGHLIGHTS**

## SIRIUSXM ENTERED NEW PHASE AS INDEPENDENT COMPANY

## CLOSED LIBERTY MEDIA TRANSACTION

**SiriusXM** is now a fully independent public company with a simplified capital structure

~12% reduction in outstanding common stock driven by in-transaction levered **share shrink**

North America's **leading audio** entertainment company

Well-positioned to continue **transformation** efforts

### TRANSACTION FINANCIAL IMPACTS:

- **\$ 3.36** billion non-cash impairment charge
- **\$ 215** million negative impact to free cash flow guidance for full-year 2024
- **\$ 72** million in transaction costs and higher interest expenses impacting 3Q24 free cash flow

# Liberty Media Transaction

**HIGHLIGHTS**

**Total Revenue**

- Total revenue for the third quarter of \$2,171 million, down over prior year's quarter driven by lighter subscriber and advertising revenue
- Total revenue includes consolidated subscriber revenue for the third quarter of \$1,645 million, consolidated advertising revenue of \$450 million and combined equipment and other revenue of \$76 million

**Adjusted EBITDA**

- \$693 million, representing a 7% decline driven by lower subscriber revenue, partially offset by reductions in service costs, personnel, and sales and marketing expenses. Adjusted EBITDA margin of 32%

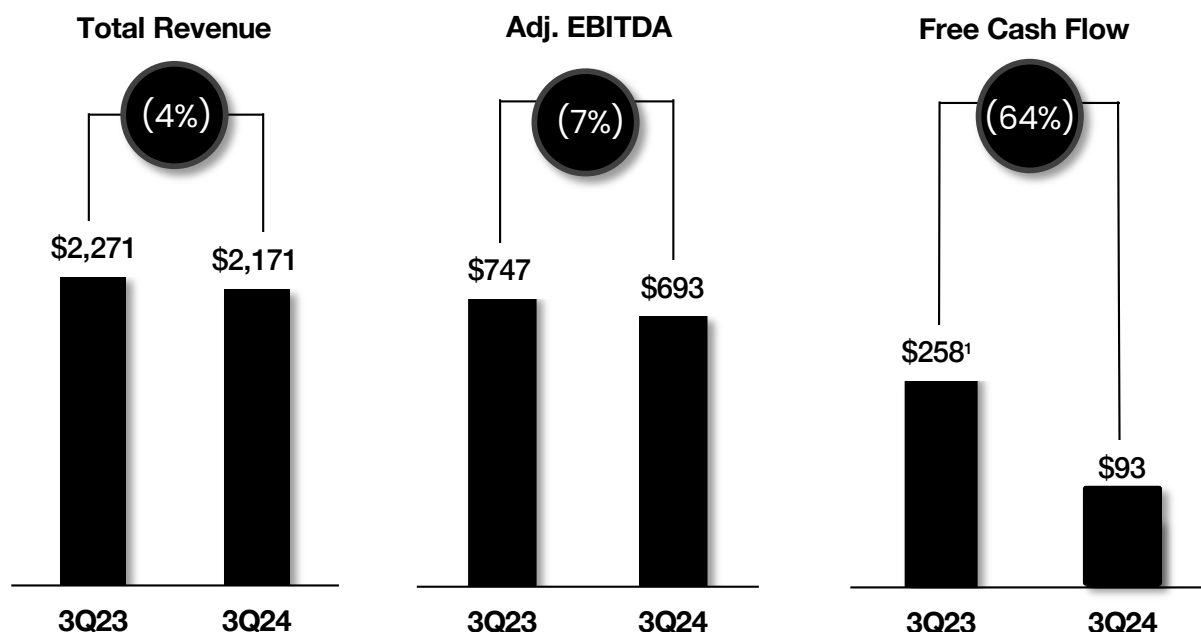
**Free Cash Flow**

- The decline in free cash flow in the third quarter was largely driven by approximately \$72 million in transaction-related costs, lower cash receipts, programming payments, and higher capital expenditures. These factors were partially offset by reduced cash taxes

**Net (Loss) Income**

- (\$2.96) billion compared to \$291 million in the prior year's third quarter driven by a non-cash impairment charge of approximately \$3.36 billion

**Third Quarter Consolidated Results**



\$ millions

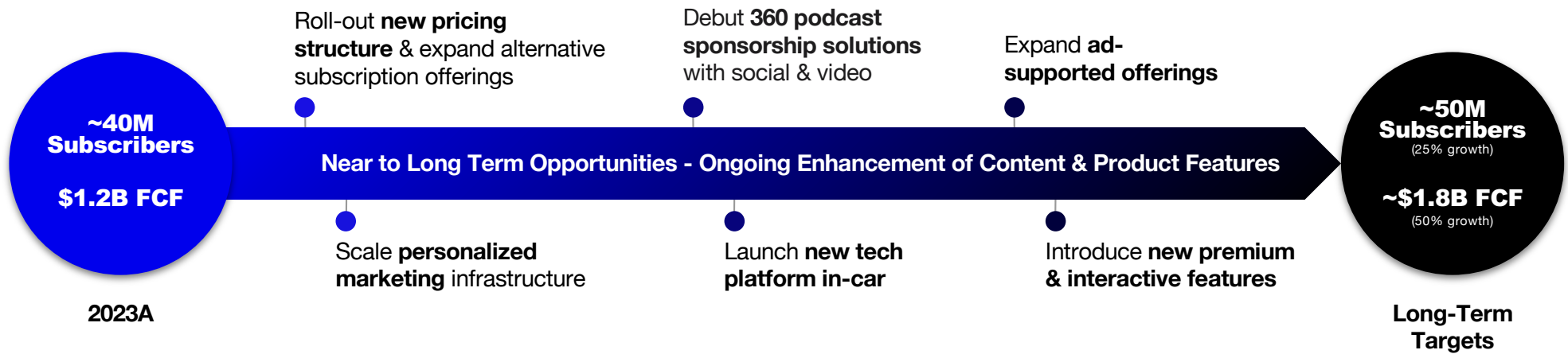
**Earnings Per Common Diluted Share (\$8.74)**

Compared to \$0.82 in 3Q23

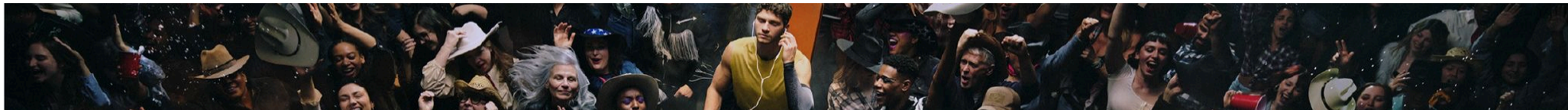
1. The \$258 million for 3Q23 was calculated by subtracting the YTD 6/30/23 FCF of \$522M from the YTD 9/30/23 FCF of \$780M, as detailed in the S-4 and 2Q24 LSXM 10-Q.

**POSITIONED TO CAPTURE NEAR-TERM & LONG-TERM OPPORTUNITIES**

New programming, initiatives & functionality focused on increasing value & expanding consumer offerings, tapping into the full power of our combined portfolio to support future growth



\* 40M subscribers includes ~33M SiriusXM, ~6M Pandora paid subscribers



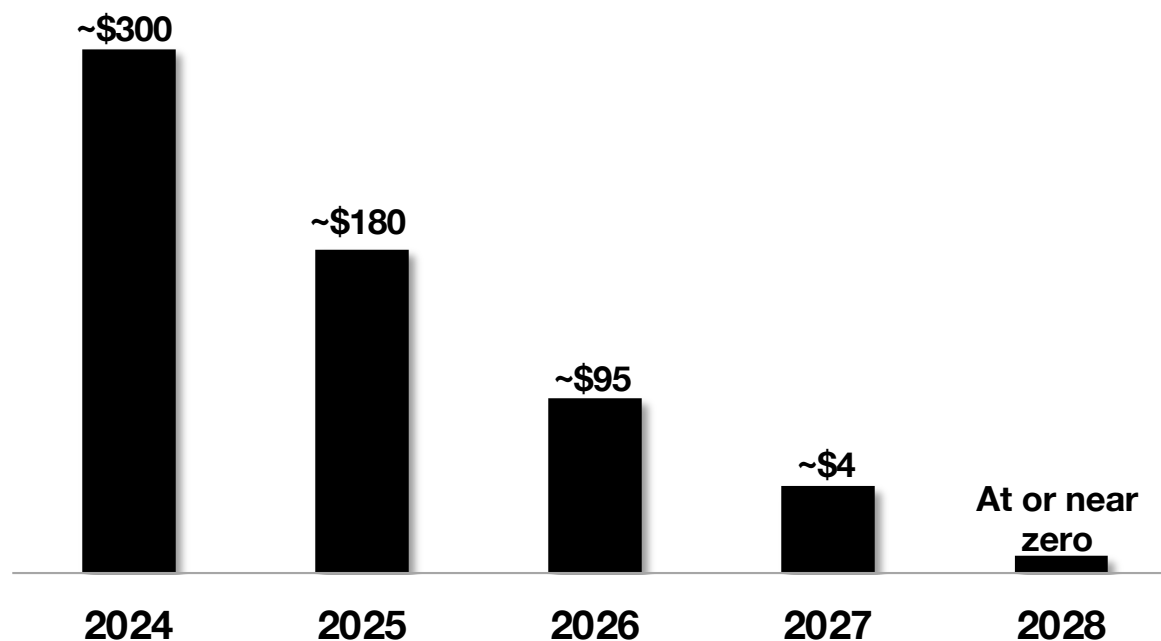
**Overall Capital Expenditures Set to Decline**

The company's free cash flow generation should benefit from decreasing satellite (at right) and non-satellite capital expenditures

**Non-Satellite Capex Set to Modestly Decline Beginning in 2026**

The company expects non-satellite capex this year in the range of \$450 to \$500 million, driven by continued investments in its new tech platform and upgrades to its repeater and broadcast infrastructure. This should continue at a similar level in 2025 before declining below \$400 million in 2026

**Declining Satellite Capital Expenditures  
2024E – 2028E**



\$ millions

\* All capex metrics are approximate and have been rounded from internal forecasts.

# FULL YEAR 2024 FINANCIAL GUIDANCE

**REVENUE****\$8.675B****ADJ. EBITDA****\$2.7B****FREE CASH FLOW****\$1B<sup>1</sup>**

Full-year 2024 revenue reduced by \$75 million on a more cautious outlook for advertising revenue

1. \$1 billion is net of the ~\$215 million of incremental costs arising from the Liberty transaction, including ~\$110 million of one-time expenses and ~\$95 million of incremental interest expenses.  
\* All guidance metrics are approximate and represent the company's expectations for the full-year 2024.



**SiriusXM | pandora**  
**SEGMENT HIGHLIGHTS**

## SIRIUSXM HIGHLIGHTS

### Revenue

- Total revenue for the third quarter of \$1,627 million was primarily driven by a smaller average base of self-pay subscribers and lower average revenue per user (ARPU)

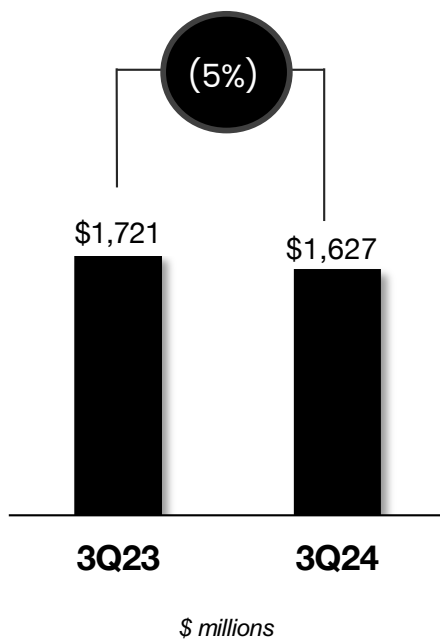
### Total ARPU \$15.16

- ARPU during the Third Quarter of 2024 dropped \$0.53 to \$15.16 from \$15.69 recorded in 3Q23. This drop reflects an increase of subscribers on promotional and streaming only self-pay plans

### Gross Profit of \$969 Million

- Representing a gross margin of 60%

### SiriusXM Total Revenue



	3Q24	3Q23
<i>\$ millions</i>		
Subscriber Revenue	\$1,510	\$1,597
Advertising Revenue	\$41	\$42
Equipment Revenue	\$43	\$49
Other Revenue	\$33	\$33

## ON THE PATH TO YEAR-OVER-YEAR IMPROVEMENT IN 2024

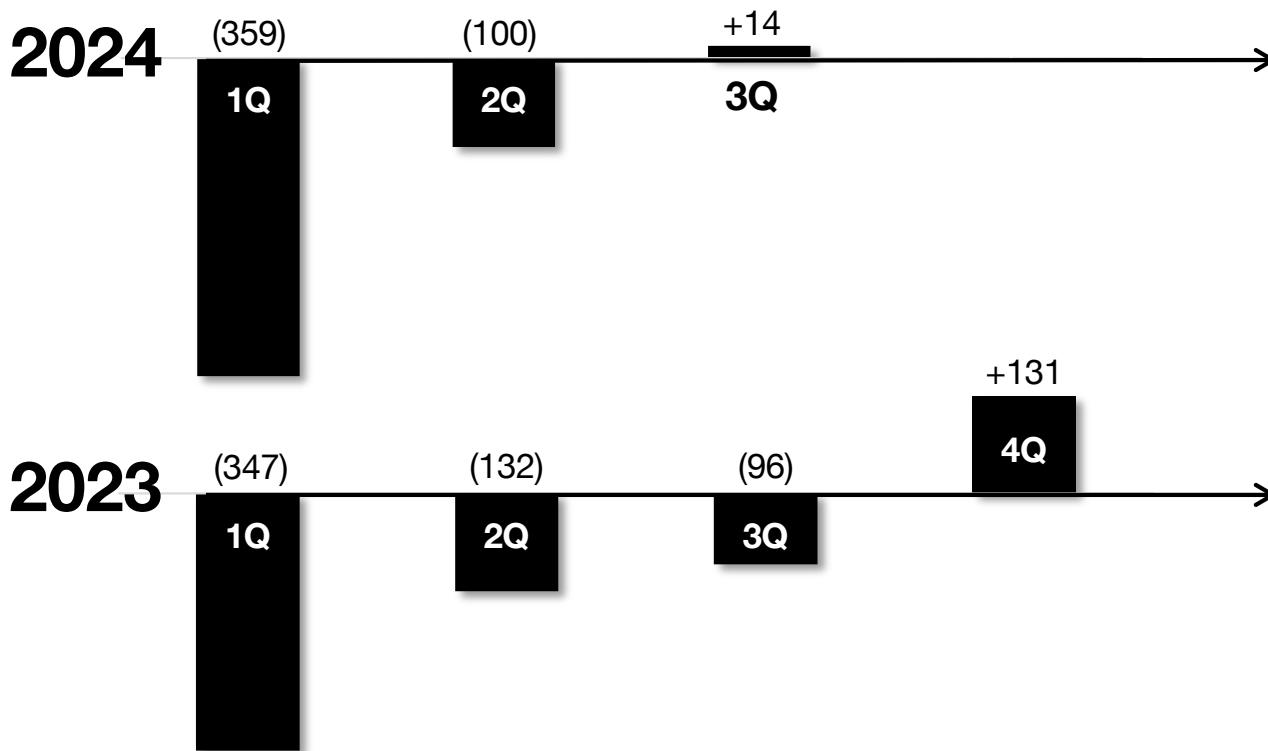
**SiriusXM Self-Pay Net Additions of 14,000 During the Third Quarter of 2024**

Self-pay subscriber net additions during the quarter were largely driven by lower churn

**Paid Promotional Subscribers Decreased by 114,000 During the Third Quarter of 2024**

Paid Promotional subscriber decline of 114,000 was largely due to renegotiations with certain OEMs, transitioning new car trial subscribers from paid to free trials. These changes are expected to enhance the lifetime value of subscribers, positioning us for stronger long-term growth

**Total Ending SiriusXM Subscribers 33.2 Million**



\*Subscribers Metrics in Thousands

## PANDORA HIGHLIGHTS

### Revenue

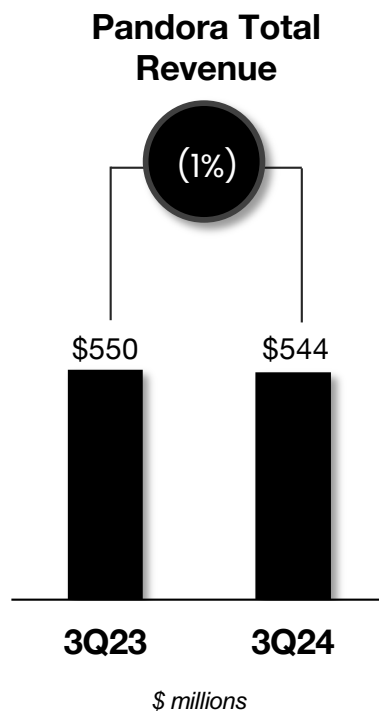
- Total revenue for the third quarter of \$544 million a 1% decrease from 3Q23, which was primarily driven by a decrease in advertising revenue of 2%, offset by a 2% increase in subscriber revenue driven by a rate increase on Pandora Premium and Plus subscriptions.

### Advertising Revenue

- Advertising revenue declined by 2%

### Gross Profit of \$187 Million

- Gross profit of \$187 million increased 4% compared to \$180 million in the third quarter of 2023. Representing a gross margin of 34%



	3Q24	3Q23
Subscriber Revenue	\$135	\$132
Advertising Revenue	\$409	\$418

**REINFORCING  
ROBUST  
PROGRAMMING  
AND PRODUCT  
OFFERINGS**



# CONTINUED INNOVATION ACROSS CONTENT, TECHNOLOGY, AND PRICE

## CONTENT

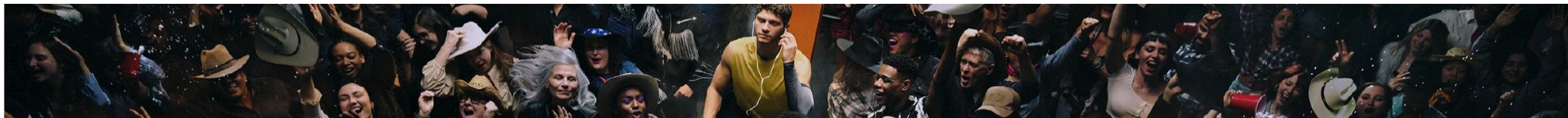
- Signed new exclusive agreement with Alex Cooper's Unwell, home of "Call Her Daddy" + kickoff with SmartLess
- Continued uplifts in podcast and on-demand listenership across core and growth audience segments
- Increased listeners and hours listened across political and sports channels in 3Q24, and brought on new talent, including Jimbo Fisher, Bill Belichick, Nikki Haley, and Gen Z political voice Dylan Douglas

## TECHNOLOGY

- Evolved streaming marketing journeys, driving an increase in the number of days active in the first month for certain cohorts
- Introduced new feature for seamless app download and sign-in, making it easier for in-car subscribers to enjoy the benefits of streaming
- Released a series of in-app updates focused on improving the overall listener experience and discovery of our podcast content as upticks in podcast and on-demand listenership continue

## PRICING AND PACKAGING

- Now, pricing for both streaming-only and in-car begins at \$9.99, a compelling price that makes SiriusXM competitive with other audio subscriptions and a strong complementary service for audio enthusiasts
- Expanded the wholesale three-year subscription program with the addition of Toyota, now offered by nine automotive manufacturers
- Grew Podcast+ subscriptions, contributing to subscriber growth in the quarter



## EXPANDING PORTFOLIO OF PREMIUM PODCAST CONTENT TO BROADEN AUDIENCE AND INCREASE AD OPPORTUNITIES



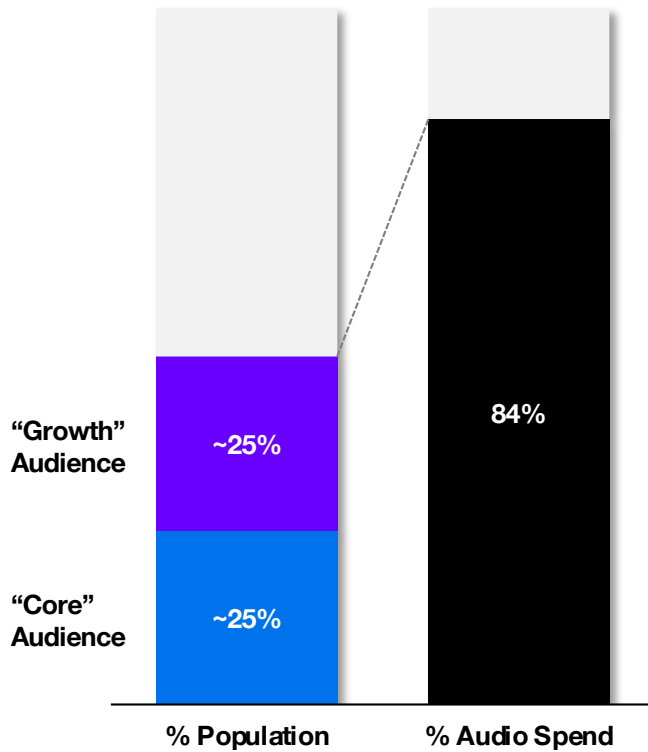
### Widely Distributed Podcast Network

- Growing fandoms across all platforms and driving ongoing podcast ad growth
- Free, off-platform programming driving bottom of the funnel subscriber growth

### SiriusXM Exclusives & Podcasts+ Subscription

- Increasing subscription value through exclusive channels, programming, and events
- Tapping into super fandoms with the introduction of off-platform subscription revenue opportunities

## CONTINUED FOCUS ON HIGH-SPENDING AUDIENCES



### “Growth” Audience

Typically younger, more diverse, willing to pay for multiple services

~10% penetrated, high consideration but limited experience with SiriusXM



### “Core” Audience

Skews Gen X+, more affluent, meaningful time in-vehicle

~60% penetrated, high satisfaction, low churn



## PROGRESS WITH YOUNGER LISTENERS WHERE PENETRATION IS LOW

- Approximately 30% of new households SiriusXM acquires are Gen Y/Z
- New subscribers in these younger demos coming in meaningfully higher than existing base, pointing to upside

### Positive Listenership Trends...

- 38% of weekly listeners are 44 years old or younger
- Younger listeners (ages 18-34) are most likely to discover and regularly listen to new music channels



\* Source: SiriusXM research and Edison Research

# APPENDIX

## FREE CASH FLOW RECONCILIATION

	For Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2024	2023	2024	2023
<b>Cash Flow Information</b>				
Net cash provided by operating activities	\$309	\$444	\$1,062	\$1,301
Net cash used in investing activities	(242)	(188)	(792)	(565)
Net cash used in financing activities	(136)	(240)	(450)	(771)
<b>Free Cash Flow</b>				
Net Cash provided by operating activities	309	444	1,062	1,301
Additions to property and equipment	(216)	(187)	(563)	(521)
Sales (purchases) of other investments	—	1	—	—
<b>Free Cash Flow <sup>(1)</sup></b>	<b>\$93</b>	<b>\$258</b>	<b>\$499</b>	<b>\$780</b>

1. SiriusXM Holdings' free cash flow compared to OLD Sirius' free cash flow is impacted by the additional interest payments related to Liberty Media's debt attributed to SplitCo as well as corporate costs.

## DILUTED (LOSS) EARNINGS PER SHARE RECONCILIATION

	For Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2024	2023	2024	2023
Net (loss) income available to common stockholders for basic net (loss) income per common share	\$(2,456)	\$234	\$(1,952)	\$614
Net (loss) income attributable to noncontrolling interest	(502)	57	(410)	146
Total net (loss) income	(2,958)	291	(2,362)	760
Effect of interest on assumed conversions of convertible note, net of tax	—	6	—	2
Net (loss) income available to common stockholders for dilutive net (loss) income per common share	(2,958)	297	(2,362)	762
Weighted average common shares outstanding for basic net income per common share	\$339	\$337	\$337	\$339
Weighted average impact of assumed convertible and exchangeable notes	—	21	—	19
Weighted average impact of dilutive equity instruments	—	2	—	2
Weighted average shares for diluted net income per common share	\$339	\$360	\$337	360
<b>Net Income per common share</b>				
Basic	\$(8.74)	\$0.86	\$(7.01)	\$2.24
Diluted	\$(8.74)	\$0.82	\$(7.01)	\$2.12

Basic net (loss) income per common share is calculated by dividing the (loss) income available to common stockholders by the weighted average common shares outstanding during each reporting period. Diluted net (loss) income per common share adjusts the weighted average number of common shares outstanding for the potential dilution that could occur if common stock equivalents (stock options, restricted stock units and convertible debt) were exercised or converted into common stock, calculated using the treasury stock method. We had no participating securities during the three and nine months ended September 30, 2024, and 2023.