From: "Ryan Mary Pat" </O=SIRI/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=MRYAN>
To: "Karmazin Mel" <MKarmazin@siriusradio.com>
Cc: "Meyer Jim" <JMeyer@siriusradio.com>; "Greenstein Scott" <sgreenstein@siriusradio.com>; "Wilsterman Doug" <DWilsterman@siriusradio.com>
Subject: RE: DCC meeting
Date: 12/08/2004 16:44:00 UTC

Let me give you a couple of data points that guide my POV on the answer to this fairly weighty question. I am doing this without pulling out the actual research documents, but from memory, and my best instincts. I will ensure next week when you meet with Research and Sports Marketing that you are given a more thorough presentation of our learning.

So, to a few data points;

Recent quantitative research against subscribers activated in August through September found that *13%* of new subscribers state the NFL as the primary reason for "choosing SIRIUS" (NOTE, that is not the same as the primary reason for moving to Satellite Radio from Terrestrial) The primary focus of about *90%* of our marketing was the NFL. It was used in television in creative, as primary message and with Brady/Madden appearing in the spots, our largest media spend was on NFL Monday night football, and our lead product at retail was the "Sportster" packaged with the NFL logo all over it.)

In quantitative research against people exiting Best Buy stores this fall, the primary reason for considering and buying satellite radio are "variety of music channels, commercial free music, and receiver features". These are important for both brands. However, for those choosing SIRIUS over XM, "sports channel selection", and NFL are drivers, as is NPR.

Our retail market share from August to Ocotber, according to NPD, moved form 41% to 47%., during our big NFL push.

Conversely, a few other data points.

In the RadioShack campaign, two versions of the spots were executed. One with Bradshaw/Long talking about the music offering, and one where they talk about getting there favorite games. The former had greater appeal, quantitatively, among consumers, even NFL Fans. (let me check that last statement with Christine, but that is my recollection)

In FOCUS groups (qualitatively), NFL fans responded better to the total SIRIUS offering, then a primary message of the NFL. That is to say, they spoke of the NFL as "good to have" but not the most important factor for moving to satellite radio.

In the direct marketing to NFL fans, and team lists malings that we did in August and September, consumer behavior proved that the NFL message alone could not get them to buy immediately ...but it did seem to drive them into retail to check us out, consider us, and as I stated earlier, 13% of activations in this time period say it was a primary reason for buying.

One final, less pertinent fact: For DIRECTV, my recollections is that 30% of their base state the NFL as a reason for going to DIRECTV. And about 14% actually subscribe to Sunday Ticket.

Overall, these numbers, while suggest a good trend, suggest to me that the NFL, against the main population, is not the primary driver of demand for satellite radio and for SIRIUS, but when head to head vs. XM it works to establish us as a preferred brand, and overcome any disadvantage we may have at retail, i.e. subscription price or product features. And it certainly gave us great credibility with all our OEM and retail partners, and overall adds to the a growing perception of SIRIUS as the one who has better content.

FINAL **SX Trial Ex.** 29

EXHIBIT
Karmazin 3
5/2/07 R

In general marketing, I believe that it is a point of differentiation, but should not the be the primary message we use to drive subscriptions. A leader in sports ,is an important component of our message, but should not be the primary one. It SHOULD however continue to be aggressively used at the retail level to ensure SIRIUS market share grows there. And on our website, as people are doing their comparison shopping.

I will follow up with both Christine and Tola to provide you with more detail.

-----Original Message-----**From:** Karmazin Mel
Sent: Wednesday, December 08, 2004 9:38 AM
To: Ryan Mary Pat; Wilsterman Doug
Cc: Meyer Jim; Greenstein Scott
Subject: RE: DCC meeting

What info if any do we have on the impact of having and promoting NFL for adding subs.?

From: Ryan Mary Pat
Sent: Wednesday, December 08, 2004 9:19 AM
To: Wilsterman Doug
Cc: Karmazin Mel; Meyer Jim; Greenstein Scott
Subject: DCC meeting

Thanks for the update last night on your meeting with Jeff and Julie.

A couple of things I think we need to do as soon as we can:

Firstly, regarding their cars in our ads: I think you know we always put their cars as our preferred vehicle. This past year, in the 3 spots we did, we used Jeep in our Commercial free spot, Ford Mustang in our NFL spot, and for the Santa spot...well, I guess I didn't brand that sleigh!!

In the Jeep spot, we did not do any identifiable "beauty shots" of the car: We were being sensitive to DCC's concern that they were reluctant to have blatant Jeep branding, since we were showing aftermarket plug and play product and their factory install option is much sleeker looking.

RE the NFL spot, this will continue to be a challenge due to NFL's agreement with Cadillac. NFL attempted to require us to use a Cadillac in the ad...we were able to get them to agree to the use of the Ford Mustang, only because FORD is a sponsor of the Patriots and we were using Tom Brady. Despite that agreement, I still had to remove the F-O-R-D" from the front of the car....far from ideal. However, as you know, the "official car sponsorship" for the NFL is coming due. We discussed this with BBDO, DCC's agency, but now may be a good time to bring this opportunity to Jeff and Julie.

Moving forward, we will continue make every effort to use DCC cars, as we have in the past. And with the launch of so many DCC programs this coming year, you know I hope to be more aggressive in all our marketing about the availability of SIRIUS from DCC

I believe strongly that our biggest opportunity is on the interactive front, and getting in front of consumers right as they are in the car purchase process.

We know upwards of 70% of car buyers go online before they purchase a car. Organic(our interactive

agency, as well as DCC's) is already working on several programs we'd like to present to DCC, after you've had a chance to review. This is in addition to the Cars Direct program you are evaluating.

Additionally, as you know, I met with the DCC Organic Detroit team in the fall. They are excited about incorporating SIRIUS more aggressivelyp into their site and lead process (I made a case for the power of the personalization of our service, and potential use of our media player), but wanted to get through their year-end redesign before we began work. That is upon us now, so I anticipate that in early January, post Auto Show, we can get our respective teams working toward full integration in the car purchase lead management programs they do, in time for the spring models to appear on the dealer floors.

So, a few immediate next steps:

Take you through our ideas on the interactive front, with hopes of getting them to DCC in Jan..

Talk to Jeff/Julie re the NFL car sponsorship opportunity

Start programs for DCC website and lead management for the spring launches, via Organic SIRIUS/DCC integration.

Continue our meetings with BBDO, so they keep us top of mind in the spots they do for DCC

Doug, this is great that DCC is now "requesting" their incorporation in all we do! Thanks for making this happen.

Mary Pat Ryan
Executive Vice President, Marketing
Sirius Satellite Radio
p: 212-901-6480
f: 212-584-5141