UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1) *

Sirius Satellite Radio Inc.

(Name of Issuer)

Common Stock, par value $.001
(Title of Class of Securities)

82966U103
(CUSIP Number)

Avi Katz, Vice President and Secretary, Space Systems/Loral, Inc., c/o Loral SpaceCom Corporation, 600 Third Avenue, New York, New York 10016 (212) 697-1105 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 20, 2003
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box.

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-l(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13D

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1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Space Systems/Loral, Inc.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a)[ ] (b)[ ]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARE BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 44,385,981
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 44,385,981

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 44,385,981
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

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SCHEDULE 13D

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Loral Space & Communications Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)[ ] (b)[ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

NUMBER OF SHARE BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 44,385,981
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 44,385,981

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

44,385,981 Powered By EDGAR Online 2003. EDGAR Online, Inc.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

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This Amendment No. 1 amends the statement (the "Statement") on Schedule 13D filed on March 14, 2003 by and on behalf of Space Systems/Loral, Inc., a Delaware corporation ("SS/L"), and Loral Space & Communications Ltd., a Bermuda company ("Loral"), with respect to the Common Stock (the "Sirius Common Stock"), par value $.001 per share, of Sirius Satellite Radio Inc., a Delaware corporation (the "Company" or "Sirius").

Item 5. Interest in Securities of the Company

Paragraphs (a) to (c) of Item 5 of the Statement are hereby amended and restated in their entirety as follows:

(a)-(b) SS/L beneficially owns for purposes of Section 13(d) of the Securities Exchange Act of 1934 ("Beneficially Owns") and is the holder of record of 44,385,981 shares of Sirius Common Stock representing 4.9% of the outstanding shares of the Company. Since Loral, as the parent company of SS/L, controls SS/L, SS/L and Loral share the power to vote and dispose of the 44,385,981 shares of Sirius Common Stock held of record by SS/L and, accordingly, Loral may be deemed to Beneficially Own such shares of Sirius Common Stock.

To the best knowledge of Loral, the Executive Officers and Directors Beneficially Own the number of shares of Sirius Common Stock set forth opposite their names on Schedule I hereto. To the best knowledge of SS/L and Loral, except as otherwise set forth on Schedule I hereto, the Executive Officers and Directors have sole voting and dispositive power with respect to their respective shares of Sirius Common Stock. The respective percentage interests of the Executive Officers and Directors are set forth opposite their names on Schedule I hereto.

(c) The trading date, number of shares of Sirius Common Stock purchased and price per share (excluding commissions, if any) for all transactions by SS/L, Loral and the Executive Officers and Directors for the 60-day period preceding March 26, 2003 through the date hereof are set forth on Schedule II hereto. SS/L acquired its shares of Sirius Common Stock directly from the Company upon closing of the exchange offer. All other transactions in the Sirius Common Stock described on Schedule II hereto were effected on the Nasdaq National Market.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 26, 2003

SPACE SYSTEMS/LORAL, INC.

By: /s/ Avi Katz

Name: Avi Katz
Title: Vice President and Secretary

LORAL SPACE & COMMUNICATIONS LTD.

By: /s/ Avi Katz

Name: Avi Katz
Title: Vice President and Secretary

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SCHEDULE I

Set forth below is the name, position, present principal occupation and amount of beneficial interest in the shares of Sirius Common Stock, if any, of the directors and executive officers of Space Systems/Loral, Inc. Except as set forth below, the business address of each of these persons is 3825 Fabian Way, Palo Alto, California 94303. Each such person is a citizen of the United States.

Directors and Executive Officers of Space Systems/Loral, Inc.

Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
Robert E. Berry	Chairman of the Board of Directors	0	N/A
C. Patrick DeWitt	Director, President and Chief Operating Officer	100	* (1)
Robert B. Hodes, Director	Counsel to Willkie Farr & Gallagher 787 Seventh Avenue New York, NY 10019	0	N/A
John Klineberg	Director	0	N/A
Bernard L. Schwartz, Director	Chairman and Chief Executive Officer of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A
Julie Bannerman	Vice President and Assistant Secretary	0	N/A
Neil Barberis	Senior Vice President	0	N/A
Giovanni Celli	Senior Vice President	0	N/A
Arnold Friedman	Senior Vice President	0	N/A

* Less than one percent
(1) Held jointly with his wife with whom he shares voting and dispositive power.

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Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
Ronald Haley	Senior Vice President and Assistant Treasurer	0	N/A
Christopher Hoeber	Senior Vice President	0	N/A
Avi Katz, Vice President and Secretary	Vice President, General Counsel and Secretary of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A
Richard P. Mastoloni, Vice President and Treasurer	Vice President and Treasurer of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A
Harvey B. Rein, Vice President and Controller	Vice President and Controller of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A
Richard J. Townsend, Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	NA

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Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
Janet T. Yeung, Vice President and Assistant Secretary	Vice President, Deputy General Counsel and Secretary of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A
Eric J. Zahler, Executive Vice President	President and Chief Operating Officer of Loral Space & Communications Ltd. c/o Loral SpaceCom Corporation 600 Third Avenue New York, NY 10016	0	N/A

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Set forth below is the name, position, present principal occupation and amount of beneficial interest in the shares of Sirius Common Stock, if any, of the directors and executive officers of Loral Space & Communications Ltd. Except as set forth below, the business address of each of these persons is c/o Loral SpaceCom Corporation, 600 Third Avenue, New York, New York 10016. Each such person is a citizen of the United States.

Directors and Executive Officers of Loral Space & Communications Ltd.

Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
Bernard L. Schwartz	Chairman of the Board of Directors and Chief Executive Officer	0	N/A
Eric J. Zahler	Director, President and Chief Operating Officer	0	N/A
Howard Gittis, Director	Director, Vice Chairman and Chief Administrative Officer of MacAndrews & Forbes Holdings Inc. 35 East 62nd Street New York, NY 10021	0	N/A
Robert B. Hodes, Director	Counsel to Willkie Farr & Gallagher 787 Seventh Avenue New York, NY 10019	0	N/A
Gershon Kekst, Director	President of Kekst and Company Incorporated 437 Madison Avenue New York, NY 10022	0	N/A
Charles Lazarus, Director	Chairman Emeritus of Toys "R" Us, Inc. 960 Fifth Avenue New York, NY 10021	0	N/A

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Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
Sally Minard, Director	Co-Chair of the Women's Leadership Forum of the Democratic National Committee 133 East 62nd Street New York, NY 10021	0	N/A
Malvin A. Ruderman, Director	Professor of Physics, Columbia University 29 Washington Square West New York, NY 10011	0	N/A
E. Donald Shapiro, Director	Joseph Solomon Distinguished Professor of Law, New York Law School 10040 East Happy Valley Road Scottsdale, AZ 85255	0	N/A
Arthur L. Simon, Director	Independent Consultant 971 Haverstraw Road Suffern, NY 10901	10,000	*
Daniel Yankelovich, Director	Chairman of DYG, Inc. and Viewpoint Learning, Inc. 1855 Spindrift Drive La Jolla, CA 92037	0	N/A
Laurence D. Atlas	Vice President, Government Relations - Telecommunications	0	N/A
Robert E. Berry, Senior Vice President	Chairman of the Board of Directors of Space Systems/ Loral, Inc. 3825 Fabian Way Palo Alto, CA 94303	0	N/A
Jeanette H. Clonan	Vice President, Communications and Investor Relations	0	N/A

* Less than one percent

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Name and Position in Addition to Present Principal Occupation	Present Principal Occupation	Number of Shares Owned	Percentage Interest
C. Patrick DeWitt, Vice President	Director, President and Chief Operating Officer of Space Systems/Loral, Inc. 3825 Fabian Way Palo Alto, CA 94303	100	*
Terry J. Hart, Vice President	President of Loral Skynet 500 Hills Drive Bedminster, NJ 07921	500	*
Stephen L. Jackson	Vice President, Administration	0	N/A
Avi Katz	Vice President, General Counsel and Secretary	0	N/A
Russell R. Mack	Vice President, Business Ventures	0	N/A
Richard Mastoloni	Vice President and Treasurer	0	N/A
Harvey B. Rein	Vice President and Controller	0	N/A
Richard J. Townsend	Senior Vice President and Chief Financial Officer	0	N/A
Janet T. Yeung	Vice President, Deputy General Counsel and Assistant Secretary	0	N/A

* Less than one percent

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SCHEDULE II

TRANSACTIONS IN SHARES DURING THE PERIOD COMMENCING FROM THE 60-DAY PERIOD PRECEDING MARCH 26, 2003 THROUGH THE DATE HEREOF

Name	Date +	Shares	Price per Share	A/S *
Arthur L. Simon	01/31/03	10,000	$1.19	A
Space Systems/Loral, Inc.	03/07/03	58,964,981	**	A
Space Systems/Loral, Inc.	03/13/03	2,000,000	$0.41	S
Space Systems/Loral, Inc.	03/17/03	191,900	$0.46	S
Space Systems/Loral, Inc.	03/18/03	2,000	$0.46	S
Space Systems/Loral, Inc.	03/18/03	725,000	$0.4602	S
Space Systems/Loral, Inc.	03/18/03	102,000	$0.45	S
Space Systems/Loral, Inc.	03/19/03	310,000	$0.4609	S
Space Systems/Loral, Inc.	03/19/03	690,000	$0.46	S
Space Systems/Loral, Inc.	03/19/03	685,000	$0.4747	S
Space Systems/Loral, Inc.	03/19/03	537	$0.4701	S
Space Systems/Loral, Inc.	03/19/03	300,000	$0.4712	S
Space Systems/Loral, Inc.	03/19/03	14,463	$0.47	S
Space Systems/Loral, Inc.	03/19/03	2,000,000	$0.48	S
Space Systems/Loral, Inc.	03/19/03	500,000	$0.51	S
Space Systems/Loral, Inc.	03/19/03	15,000	$0.54	S

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Name	Date +	Shares	Price per Share	A/S *
Space Systems/Loral, Inc.	03/19/03	171,750	$0.5313	S
Space Systems/Loral, Inc.	03/19/03	221,800	$0.53	S
Space Systems/Loral, Inc.	03/19/03	106,450	$0.535	S
Space Systems/Loral, Inc.	03/20/03	2,500	$0.64	S
Space Systems/Loral, Inc.	03/20/03	2,000	$0.63	S
Space Systems/Loral, Inc.	03/20/03	2,300	$0.62	S
Space Systems/Loral, Inc.	03/20/03	625,000	$0.6048	S
Space Systems/Loral, Inc.	03/20/03	324,200	$0.6015	S
Space Systems/Loral, Inc.	03/20/03	194,000	$0.60	S
Space Systems/Loral, Inc.	03/21/03	165,000	$0.6309	S
Space Systems/Loral, Inc.	03/21/03	98,800	$0.63	S
Space Systems/Loral, Inc.	03/21/03	2,400	$0.625	S
Space Systems/Loral, Inc.	03/21/03	188,100	$0.62	S
Space Systems/Loral, Inc.	03/21/03	5,000	$0.635	S
Space Systems/Loral, Inc.	03/21/03	50,100	$0.6404	S
Space Systems/Loral, Inc.	03/21/03	535,700	$0.645	S
Space Systems/Loral, Inc.	03/21/03	400	$0.64	S
Space Systems/Loral, Inc.	03/21/03	50,000	$0.6424	S
Space Systems/Loral, Inc.	03/21/03	15,000	$0.65	S
Space Systems/Loral, Inc.	03/21/03	50,000	$0.6479	S
Space Systems/Loral, Inc.	03/21/03	361,600	$0.6463	S

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Name	Date +	Shares	Price per Share	A/S *
Space Systems/Loral, Inc.	03/21/03	250,000	$0.6444	S
Space Systems/Loral, Inc.	03/21/03	96,000	$0.6211	S
Space Systems/Loral, Inc.	03/25/03	235,000	$0.5714	S
Space Systems/Loral, Inc.	03/25/03	1,114,800	$0.57	S
Space Systems/Loral, Inc.	03/25/03	660,000	$0.5718	S
Space Systems/Loral, Inc.	03/25/03	321,700	$0.5729	S
Space Systems/Loral, Inc.	03/25/03	10,000	$0.5724	S
Space Systems/Loral, Inc.	03/25/03	53,500	$0.5702	S
Space Systems/Loral, Inc.	03/25/03	5,000	$0.5722	S
Space Systems/Loral, Inc.	03/25/03	50,000	$0.5720	S
Space Systems/Loral, Inc.	03/25/03	20,000	$0.5716	S
Space Systems/Loral, Inc.	03/25/03	5,000	$0.5711	S
Space Systems/Loral, Inc.	03/25/03	20,000	$0.5704	S
Space Systems/Loral, Inc.	03/25/03	15,000	$0.5703	S
Space Systems/Loral, Inc.	03/25/03	15,000	$0.5706	S
Space Systems/Loral, Inc.	03/25/03	500,000	$0.62	S
Space Systems/Loral, Inc.	03/25/03	500,000	$0.63	S

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* "A" indicates an acquisition of shares of Sirius Common Stock and "S" indicates a sale of shares of Sirius Common Stock.

** These shares were acquired directly by SS/L from Sirius in connection with Sirius' exchange offer for all of its outstanding debt for common equity as described in the Statement.

+ Unless otherwise noted, dates set forth herein reflect the trade date of the transaction.

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End of Filing

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