

--

--

--

Explanation of Responses:

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Each restricted stock unit converted into one share of Series C Liberty SiriusXM common stock.

(2) These shares were sold in a sell-to-cover transaction for the taxes due in connection with awards of restricted stock units and restricted stock which vested on June 17, 2020.

(3) The price is a weighted average price. These shares were sold in multiple transactions ranging from \$35.61 to \$35.72, inclusive. The reporting person undertakes to provide to the Securities and Exchange Commission, the issuer or any securities holder or distributor, upon request, full information regarding the number of shares sold at each separate price within the range.

(4) Each restricted stock unit represents a contingent right to receive one share of Series C Liberty SiriusXM common stock.

Note: File three copies of this Form, one of which must be mailed to the IRS.