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BSIDE AND XM JOIN FORCES FOR INNOVATIVE GRASSROOTS LAUNCH OF INDEPENDENT DOCUMENTARY "BEFORE THE MUSIC DIES"

AUSTIN, TX and WASHINGTON, D.C., October 25, 2006 – Specialty independent film distributor Bside Entertainment and XM, the nation's leading satellite radio service with more than seven million subscribers, today announced the two companies are joining forces to launch the electrifying independent documentary, *Before The Music Dies (B4MD)*. The partnership will include a national grassroots screening week bolstered by XM programming, including the first-ever "radio premiere" of a full-length film.

An unsettling and inspiring exploration of today's popular music industry told from a fan's perspective, *B4MD* and its message have garnered passionate support from a host of music artists, many of whom were quick to participate in the film. Dave Matthews, Eric Clapton, Erykah Badu, Branford Marsalis, Elvis Costello, Bonnie Raitt and Questlove are a few of the artists who contributed to the staggering array of musical performances and interviews featured in the documentary alongside a number of journalists, industry commentators and fans.

With a strong grassroots network supporting the film, Bside has organized a national screening week for *B4MD* to be held November 12-19, during which any music lover has the opportunity to host their own screening of the film. Events are already scheduled in markets across the US and Canada, to be held in venues ranging from recording studios to public libraries to large music clubs. Details of additional events will be provided regularly on www.beforethemusicdies.com.

"We have had such incredible offers from artists and fans wanting to support the *B4MD* movement," said Chris Hyams, CEO of Bside. "By partnering with XM, we can now give them a way to bring the film to their communities and celebrate with others who live for great music."

XM will kick off the national screening week with an audio broadcast of *B4MD* – the first-ever "radio premiere" of a full-length film – followed by an exclusive half-hour interview hosted by XM's Bob Edwards with the *B4MD* filmmakers, Andrew Shapter and Joel Rasmussen. The *B4MD* broadcast and interview special will air November 12 at 9 p.m. ET on XM Public Radio (XM 133). Additionally, XM will provide a 24-hour loop of the documentary audio broadcast and Bob Edwards interview on the XM LIVE channel (XM 200) beginning at 8 a.m. ET on November 19.

"*B4MD* is an important film for anyone who loves music and we at XM are happy that we can help share this film with our millions of listeners. While this documentary tells a story that may be a shock to many consumers, it speaks directly to the appeal of XM's service – people who subscribe to XM enjoy a broad universe of music they can't find anywhere else, and artists, regardless of genre, can reach larger audiences and grow their fan base," said Lee Abrams, chief creative officer of programming, XM.

More information on how to host your own *B4MD* screening or to find screening events scheduled in your area is available online at <http://www.beforethemusicdies.com>.





About Bside Entertainment

Bside Entertainment (www.bside.com) is a specialty distributor of independent films. Through a combination of innovative on-line marketing, alternative exhibition strategies, and alliances with IFC and over a dozen major film festivals, Bside is dedicated to helping independent films find their audiences. Founded in 2005 by Chris Hyams, Bside is backed by an advisory board that includes writer/producer Steven Bochco, former Polygram Films president Andrew Fogelson, and top entertainment attorney Barry Hirsch.

About XM

XM (NASDAQ: XMSR) is America's number one satellite radio company with more than 7 million subscribers. Broadcasting live daily from studios in Washington, DC, New York City, the Country Music Hall of Fame in Nashville, Toronto and Montreal, XM's 2006 lineup includes more than 170 digital channels of choice from coast to coast: the most music, plus premier sports, news, talk radio, comedy, children's and entertainment programming; and the most advanced traffic and weather information.

XM, the leader in satellite-delivered entertainment and data services for the automobile market through partnerships with General Motors, Honda, Hyundai, Nissan, Porsche, Subaru, Suzuki and Toyota is available in more than 140 different vehicle models for 2006. XM's industry-leading products are available at consumer electronics retailers nationwide. For more information about XM hardware, programming and partnerships, please visit <http://www.xmradio.com>.

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Factors that could cause actual results to differ materially from those in the forward-looking statements in this press release include demand for XM Satellite Radio's service, the Company's dependence on technology and third party vendors, its potential need for additional financing, as well as other risks described in XM Satellite Radio Holdings Inc.'s Form 10-K filed with the Securities and Exchange Commission on 3-9-06. Copies of the filing are available upon request from XM Radio's Investor Relations Department.

