

XM SATELLITE RADIO
80s on 8's MICHAEL JACKSON 25th ANNIVERSARY OF THRILLER CD
SWEEPSTAKES OFFICIAL RULES

NO PURCHASE NECESSARY TO ENTER OR WIN. A PURCHASE WILL NOT INCREASE YOUR CHANCES OF WINNING.

OFFERED ONLY TO LEGAL RESIDENTS OF THE CONTINENTAL U.S. VOID WHERE PROHIBITED.

1. **ELIGIBILITY:** Open to legal continental U.S. residents who are 18 years of age or older at time of entry. Employees, officers and directors of XM Satellite Radio Inc., (the "Sponsor"), its parent, affiliates, subsidiaries, retailers, distributors, advertising, public relations and promotion agencies, Epic Records, and anyone connected with the production and distribution of this sweepstakes (hereafter, collectively "Released Parties"), and their immediate families (mother, father, sister, brother, any child, husband, wife regardless of where they reside), and those living in the same household of such employees, whether or not related, are not eligible to enter or win. Employees of Sirius Satellite Radio are also not eligible. All applicable federal, state, and local rules apply. Void where prohibited or restricted by law.
2. **TO ENTER:** 80s on 8's Michael Jackson 25th Anniversary of *Thriller* CD Sweepstakes ("Sweepstakes") begins at 6:00 AM Eastern Time ("ET") on February 12, 2008 and ends at 11:59:59 PM ET on February 22, 2008 ("Sweepstakes Period"). To enter, call XM's 80s on 8 (XM Channel 8) at 1-866-267-0348, each weekday, when you hear any song from Michael Jackson's *Thriller* CD during the Sweepstakes Period. Each phone call may be recorded and may be used on air on XM Satellite Radio and any and all other media at Sponsor's sole discretion. Released Parties are not responsible for failures or malfunctions of phones, phone lines or telephone systems; lost entries, subscription transmissions; interrupted or unavailable network, server or other connections; miscommunications, failed computer hardware or software or other technical failures; garbled, misrouted or scrambled transmissions; incomplete entries or communications; or other errors or problems of any kind whether mechanical, human, electronic or otherwise relating to or in connection with the sweepstakes, including, without limitation, errors which may occur in connection with the administration of the sweepstakes or the processing of entries or cancellation or postponement of awards show; for lost, late, incomplete, inaccurate, delayed, undelivered, misdirected or illegible entries, or for printing or typographical errors appearing in these Official Rules, the announcement of the prizes or other sweepstakes-related materials. Sweepstakes entries generated by script, macro or other mechanical or automated means are prohibited and will be disqualified. All entries become the property of the Sponsor and will not be acknowledged or returned.
3. **PRIZES/ODDS OF WINNING:** Each day of the Sweepstakes Period, Sponsor will conduct a random drawing from among all eligible calls received to five (5) callers to win a Michael Jackson 25th Anniversary of *Thriller* CD. Approximate Retail Value ("ARV"): \$30/each.
4. **GENERAL:** No transfer, assignment, cash redemption, or substitution of prize (or portion of prize) except by Sponsor in its sole discretion and then for a prize (or applicable portion of prize) of comparable or greater value. Potential Grand Prize winner must execute and return an Affidavit of Eligibility/Release of Liability and (where legal) Publicity Release within the time period specified on the issuance of notification. Non-compliance with any of the foregoing, with these Official Rules or return of prize notification/documentation as non-deliverable may result in disqualification and an alternate winner being selected at Sponsor's sole discretion, time permitting. Taxes on prize and all

expenses related to acceptance and use of prize and not specified are the sole responsibility of winner. By participating, entrants agree: 1) to be bound by these Official Rules and that the decisions of the Sponsor and the judges will be binding and final in all respects; 2) that Sponsor and its designees shall have the right and permission to use (unless prohibited by law) winner's name, voice, city and state of residence, photograph and/or likeness for advertising and/or trade and/or any other purpose in any and all media now or hereafter known throughout the world in perpetuity without further compensation, permission or notification; and, 3) that Released Parties are not liable and shall be held harmless by entrant for any claim, action, liability, loss, injury and/or damage to entrant and/or any other person and/or entity, including, without limitation, personal injury and/or death to entrant and/or any other person, and/or damage to personal and/or real property, due in whole or in part, directly or indirectly, by reason of the acceptance, possession, use and/or misuse of a prize (including any travel or activity related thereto) or participation in this sweepstakes. Any portion of a prize not accepted by the winner will be forfeited. If this sweepstakes is not capable of running as planned due to infection by computer virus, bugs, tampering, unauthorized intervention, fraud, technical failures or any other causes which corrupt or affect the administration, security, fairness, integrity or proper conduct of this sweepstakes, Sponsor reserves the right, in its sole discretion, to void suspect entries and/or modify, terminate or suspend this sweepstakes and, in the event of termination or suspension of the sweepstakes, at its discretion select winners from all eligible, non-suspect entries received prior to event requiring such termination or suspension.

5. USE OF INFORMATION: The collection and use of entrant information will be governed by Sponsor's online privacy policy, available for viewing at <http://www.xmradio.com/about/privacy-policy.xmc>.
6. WINNER LIST: For the name of the winners, mail a self-addressed, stamped envelope to be received by March 30, 2008 to: 80s on 8's Michael Jackson 25th Anniversary of Thriller Sweepstakes Winners, XM Satellite Radio Inc., 1500 Eckington Place NE, Washington, DC 20002-2194.

SPONSOR: XM Satellite Radio Inc., 1500 Eckington Place NE, Washington, DC 20002-2194

©2008 XM Satellite Radio Inc. All rights reserved.

ON-AIR BROADCAST DISCLOSURE

NO PURCHASE NECESSARY TO ENTER. See Official Rules at <http://www.xmradio.com/onxm/channelpage.xmc?ch=8> for complete details. Must be legal US resident 18 or older at time of entry. Ends February 22, 2008. Void where prohibited.