



: (8) SHARED OR NO DISPOSITIVE POWER

: 32,411,943 shares (Shared)  
0 shares (None)

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
(Discretionary & Non-discretionary Accounts)  
85,401,302 shares

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES  
CERTAIN SHARES

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
ER 15.1 %

(12) TYPE OF REPORTING PERSON  
NT IN XCLUD R

0  
E0\_0

CUSIP No. 53071M500

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(1) NAMESG

OWNED BY EACH REPORTING PERSON  
WITH

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: (6) SHARED VOTING POWER

: None

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: (7) SOLE DISPOSITIVE POWER

: None

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: (8) SHARED DISPOSITIVE POWER

: None

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(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 3)

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(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES  
CERTAIN SHARES

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(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.0 %

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(12) TYPE OF REPORTING PERSON  
IN

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Item 1.

(a). Name of Issuer: Liberty Media Corporation ("Issuer")

(b). Address of Issuer's Principal Executive Offices:

12300 Liberty Boulevard  
Englewood, Colorado 80112

Item 2.

(a) and (b). Names and Principal Business Addresses of Persons Filing:

- (1) Southeastern Asset Management, Inc.  
6410 Poplar Ave., Suite 900  
Memphis, TN 38119
- (2) Longleaf Partners Fund  
c/o Southeastern Asset Management, Inc.  
6410 Poplar Ave., Suite 900  
Memphis, TN 38119
- (3) Mr. O. Mason Hawkins  
Chairman of the Board and C.E.O.  
Southeastern Asset Management, Inc.  
6410 Poplar Ave., Suite 900  
Memphis, TN 38119

(c). Citizenship:

Southeastern Asset Management, Inc. - A Tennessee corporation

Longleaf Partners Fund, a series of Longleaf Partners Funds  
Trust, a Massachusetts business trust

Mr. O. Mason Hawkins - U.S. Citizen

(d). Title of Class of Securities: Series A Liberty Interactive  
Common Stock (the "Securities")

(e). Cusip Number: 53071M104

Item 3. If this statement is filed pursuant to Rules 13d-1 (b) or 13d-2 (b),  
check whether the person filing is a:

(d.) Investment Company registered under Sec. 8 of the Investment  
Company Act - Longleaf Partners Fund, a series of Longleaf  
Partners Funds Trust.

(e.) Investment Adviser registered under Section 203



