

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of this Report October 28, 2008

LIBERTY MEDIA CORPORATION

Delaware

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a Delaware corporation

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12300 Liberty Blvd.
Englewood, Colorado 80112

Telephone Number

Telephone Number (720) 875-5400

Item 1. Unregistered Sale of Securities

On October 28, 2008, Liberty Media Corporation issued 1,000,000 shares of common stock, par value \$0.001 per share, to certain investors in a private placement. The shares were issued pursuant to a private placement memorandum dated October 28, 2008, and the proceeds of the offering were used for general corporate purposes.

Item 2. Description of the Issuance

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FOR IMMEDIATE RELEASE

LIBERTY MEDIA LLC ANNOUNCES EXPIRATION AND FINAL RESULTS OF TENDER OFFERS FOR ITS 7-7/8% SENIOR NOTES DUE 2009 AND 7-3/4% SENIOR NOTES DUE 2009

Liberty Media LLC (Liberty Media) today announced the expiration and final results of its tender offers for its 7-7/8% Senior Notes due 2009 and its 7-3/4% Senior Notes due 2009. Liberty Media has received 100% of the aggregate principal amount of the 7-7/8% Senior Notes and 100% of the aggregate principal amount of the 7-3/4% Senior Notes.

The tender offers were made pursuant to the terms of the indentures governing the 7-7/8% Senior Notes and the 7-3/4% Senior Notes. Liberty Media has received 100% of the aggregate principal amount of the 7-7/8% Senior Notes and 100% of the aggregate principal amount of the 7-3/4% Senior Notes. The tender offers were made pursuant to the terms of the indentures governing the 7-7/8% Senior Notes and the 7-3/4% Senior Notes.

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Certain statements in this press release may constitute "forward-looking statements." Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of Liberty Media LLC and its subsidiaries to differ materially from any future results, performance and achievements that are expected or implied by such forward-looking statements. Such risks, uncertainties and other factors include the risks and factors described in the publicly filed documents of Liberty Media LLC, including its most recently filed Annual Report on Form 10-K.