

(Exact Name of Registrant as Specified in its Charter)

(State or Other Jurisdiction of
Incorporation or Organization)

(Address of Principal Executive Offices) (Zip Code)

(I.R.S. Employer
Identification No.)

(Full title of plan)

(Name, Address and Telephone Number, Including Area
Code, of Agent for Service)

:
Baker Botts L.L.P.
30 Rockefeller Plaza
New York, New York 10112
(212) 408-2500

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

60,000 \$ 20.19 \$ 1,211,400 \$ 165.23

- (1) Pursuant to Rule 416(c) under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement also covers an indeterminate amount of interests to be offered and sold pursuant to the Liberty Interactive Corporation 2011 Nonemployee Director Incentive Plan (As Amended and Restated Effective November 7, 2011)
- (2) Based upon the average of the high and low prices reported for the Registrant's Series A Liberty Interactive common stock, par value \$.01 per share, on the Nasdaq Global Select Market on November 7, 2012.
- (3) Estimated solely for purposes of calculating the registration fee in accordance with Rule 457(h) under the Securities Act.

4.1 Specimen Certificate for shares of Series A Liberty Interactive common stock, par value \$.01 per share, of the Registrant (incorporated by reference to Exhibit 4.1 to the Registrant)

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| 4.1 | Specimen Certificate for shares of Series A Liberty Interactive common stock, par value \$.01 per share, of the Registrant (incorporated by reference to Exhibit 4.1 to the Registrant's Registration Statement on Form S-8 (File No. 333-177840) as filed on November 9, 2011). |
| 5.1 | Opinion of Baker Botts L.L.P. as to the legality of the securities being registered |
| 23.1 | Consent of KPMG LLP |
| 23.2 | Consent of Baker Botts L.L.P. (included in Exhibit 5.1) |
| 24.1 | Power of Attorney (begins on page II-3) |

BAKER BOTTS

ATTN:

[REDACTED]
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ABU DHABI
AUSTIN
BEIJING
BRUSSELS
DALLAS
DUBAI
HONG KONG

HOUSTON
LONDON
MOSCOW
NEW YORK
PALO ALTO
RIYADH
WASHINGTON

60,000 shares
November 13, 2012

Liberty Interactive Corporation
12300 Liberty Boulevard
Englewood, CO 80112

Re: Liberty Interactive Corporation Registration Statement on Form S-8

Ladies and Gentlemen:

This opinion is being furnished in connection with the filing by Liberty Interactive Corporation, a Delaware corporation (the "Company"), with the Securities and Exchange Commission of a Registration Statement on Form S-8 (the "Registration Statement") under the Securities Act of 1933, as amended (the "Securities Act"). The Company has requested our opinion concerning the status under Delaware law of the 60,000 shares (the "Shares") of the Company's Series A Liberty Interactive common stock, par value \$.01 per share (the "Series A LINTcr s Tove

