

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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Approval of New Compensation Arrangement

On September 27, 2015, the Compensation Committee (the "Compensation Committee") of the Board of Directors of Liberty Interactive Corporation ("Liberty") approved a new compensation arrangement in favor of Michael A. George, the President and Chief Executive Officer of QVC, Inc., a subsidiary of Liberty ("QVC"). The arrangement provides for a five year employment term beginning December 16, 2015 and ending December 31, 2020, with an annual base salary of \$1.25 million.<sup>1</sup>

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date. The Term Options will not be eligible for accelerated vesting for any reason until December 16, 2015.

*Annual Performance-Based Awards.* Beginning in 2016, Mr. George will receive an annual \$4.125 million grant of performance-based restricted stock units with respect to QVCA (the "Performance RSUs"). The Compensation Committee will establish performance metrics with respect to each grant of Performance RSUs that will determine, in the Compensation Committee's sole discretion, the extent to which such grant will vest.

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Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 30, 2015

LIBERTY INTERACTIVE CORPORATION

By: /s/ Wade Haufschild  
Name: Wade Haufschild  
Title: Vice President

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