

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

LIBERTY MEDIA CAPITAL CLASS A

(Name of Issuer)

SERIES A COMMON STOCK

(Title of Class of Securities)

53071M302

(CUSIP Number)

December 31, 2010

(Date of Event which Requires Filing of Statement)

Check the appropriate box to designate the Rule pursuant to which this Schedule is filed:

Rule 13d - 1(b)

Rule 13d - 1(c)

Rule 13d - 1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

(Continued on following page(s))

Page 1 of 5 Pages

CUSIP NO. 53071M302                              13G                      Page 2 of 5 Pages

1 Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person

T. ROWE PRICE ASSOCIATES, INC.  
52-0556948

2 Check the Appropriate Box if a Member of a Group\*

NOT APPLICABLE

(a) \_\_\_\_\_  
(b) \_\_\_\_\_

3 SEC Use Only

4 Citizenship or Place of Organization

MARYLAND

Number of              5      Sole Voting Power  
                                \*\*

Shares                      114,390

Beneficially          6      Shared Voting Power  
                                \*\*

Owned By Each              -0-

Reporting                7      Sole Dispositive Power  
Person                                  \*\*

  421,513

With 8 Shared Dispositive Power

-0-

9 Aggregate Amount Beneficially Owned by Each Reporting Person

421,513

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\*

NOT APPLICABLE

11 Percent of Class Represented by Amount in Row 9

0.5%

12 Type of Reporting Person\*

IA

\*SEE INSTRUCTION BEFORE FILLING OUT!

\*\*Any shares reported in Items 5 and 6 are also reported in Item 7.

SCHEDULE 13G

PAGE 3 OF 5

Item 1(a) Name of Issuer:

Reference is made to page 1 of this Schedule 13G

Item 1(b) Address of Issuer's Principal Executive Offices:

12300 LIBERTY BOULEVARD, ENGLEWOOD, CO 80112

Item 2(a) Name of Person(s) Filing:

(1) T. Rowe Price Associates, Inc. ("Price Associates")

(2) \_\_\_\_\_

Attached as Exhibit A is a copy of an agreement between the Persons Filing (as specified hereinabove) that this Schedule 13G is being filed on behalf of each of them.

Item 2(b) Address of Principal Business Office:

100 E. Pratt Street, Baltimore, Maryland 21202

Item 2(c) Citizenship or Place of Organization:

(1) Maryland

(2) \_\_\_\_\_

Item 2(d) Title of Class of Securities:

0 Reference is made to page 1 of this Schedule 13G

Item 2(e) CUSIP Number: 53071M302

Item 3 The person filing this Schedule 13G is an:

Xo 13t, s ~~Investment Adviser~~ ~~Registered~~ ~~Under~~ Section 203 of the Investment Advisers Act of 1940

Investment Company registered under Section 8 of the Investment Company Act of 1940

eeeeed

Reference is made to Items 5-11 on P 02

(have) ceased to be the beneficial owner of more than five percent of the class of securities.

Item 6 Ownership of More than Five Percent on Behalf of Another Person

- (1) Price Associates does not serve as custodian of the assets of any of its clients; accordingly, in each instance only the client or the client's custodian or trustee bank has the right to receive dividends paid with respect to, and proceeds from the sale of, such securities.

The ultimate power to direct the receipt of dividends paid with respect to, and the proceeds from the sale of, such securities, is vested in the individual and institutional clients which Price Associates serves as investment adviser. Any and all discretionary authority which has been delegated to Price Associates may be revoked in whole or in part at any time.

Except as may be indicated if this is a joint filing with one of the registereLole

By: /s/ David Oestreicher  
David Oestreicher, Vice President

Note: This Schedule 13G, including all exhibits, must be filed with the Securities and Exchange Commission, and a copy hereof must be sent to the issuer by registered or certified mail not later than February 14th following the calendar year covered by the statement or within the time specified in Rule 13d-1(b)(2), if applicable.

12/31/2010