UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

<u>Liberty Interactive Corporation</u> (Name of Issuer)

SERIES A LIBERTY VENTURES COMMON STOCK, \$0.01 PAR VALUE

(Title of Class of Securities)

53071M880

(CUSIP Number)

DECEMBER 31, 2012

(Date of Event Which Requires Filing of this Statement)

Check))

1. NAMES OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
True III	
Highfields '	

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	. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
		S. Jacobson			
		DPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
	APPRO	PRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
(a) [] (b) [x]					
3. SEC USE ONL	v				
5. SEC USE ONL	, I				
4. CITIZENSHIP	OR PL	ACE OF ORGANIZATION			
Uni	ited Sta	ates			
	5.	SOLE VOTING POWER			
	٥.				
NUMBER OF		2,435,404			
SHARES	6.	SHARED VOTING POWER			
BENEFICIALLY					
OWNED BY		-()-			
EACH	7.	SOLE DISPOSITIVE POWER			
REPORTING		2.427.404			
PERSON	-	2,435,404			
WITH	8.	SHARED DISPOSITIVE POWER			
		-0-			
9. AGGREGATE	AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
2,435.	404				
		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]		
(SEE INSTRUCTIONS)					
11. PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW 9			
7.0%					
12. TYPE OF REP	ORTIN	NG PERSON (SEE INSTRUCTIONS)			
IN	IN				

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1.	NAMES OF REPO	ORTING PERSONS
	LRS IDENTIFIC	CATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.B. IDEIVIII IC	ATTION TO THE OTE TERROTTE (EXTITLES ONE T)
	Highfi	ields Capital I LP
	MILEOPKINO	icus Capitai i Li
2.	CHFOFNOO	
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1.	NAMES OF REPO	ORTING PERSONS
•	ID C IDENTIFIC	CATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	I.K.S. IDENTIFIC	ATION NOS. OF ABOVE FERSONS (ENTITIES ONLT)
	Highfi	ields
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	_	
	-	

Address for Highfields III:

c/o State Street (Cayman) Trust Limited, d/b/a International Fund Services Suite 3307, Gardenia Court 45 Market Street, Camana Bay P.O. Box 896 Grand Cayman KY1-1103 Cayman Islands

Item 2 (c). Citizenship:

Highfields Capital Management – Delaware Highfields GP – Delaware Highfields Associates – Delaware Jonathon S. Jacobson – United States Highfields I – Delaware Highfields II – Delaware Highfields III – Cayman Islands

Item 2 (d). Title of Class of Securities:

Series A Liberty Ventures Common Stock, \$0.01 par value

Item 2 (e). CUSIP Number:

53071M880

Item 3. Not applicable.

Item 4. Ownership.

For Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson:

- (a) Amount beneficially owned: 2,435,404 shares of Common Stock
- (b) Percent of class: 7.0%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 2,435,404
 - (ii) Shared power to vote or to direct the vote: -0-
 - (iii) Sole power to dispose or to direct the disposition of: 2,435,404
 - (iv) Shared power to dispose or to direct the disposition of: -0-

For Highfields I:

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- (i) Sole power to vote or to direct the vote: 616,183
- (ii) Shared power to vote or to direct the vote: -0-
- (iii) Sole power to dispose or to direct the disposition of: 616,183
- (iv) Shared power to dispose or to direct the disposition of: -0-

For Highfields III:

(a) Arthe

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

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

The shares of Common Stock beneficially owned by Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson are directly owned by the Funds. Highfields Capital Management serves as the investment manager to each of the Funds. Each of Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson has the power to direct the receipt of dividends from or the proceeds from the sale of the shares of Common Stock owned by the Funds.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Exhibit 2 attached hereto.

Each Reporting Person disclaims beneficial ownership of the shares of Common Stock beneficially owned by the other Reporting Persons.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the info	formation set forth in this statement is true, complete of

HIGHFIELDS CAPITAL I LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL II LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL III L.P. By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella

Signature

Joseph F. Mazzella, Authorized Signatory
Name/Title

EXHIBIT INDEX

Exhibit 1. Joint Filing Agreement as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

Exhibit 2. List of Members of Group

Joseph F. Mazzella, Attorney in Fact Name/Title *by power of attorney HIGHFIELDS CAPITAL I LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL II LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL III L.P. By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title

Exhibit 2

MEMBERS OF GROUP

Highfields Capital Management LP Highfields GP LLC Highfields Associates LLC Jonathon S. Jacobson Highfields Capital I LP Highfields Capital II LP Highfields Capital III L.P.