

(Name of Issuer)

(Title of Class of Securities)

(CUSIP Number)

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

(Date of v, Al USIP yweu and

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4. Source of Funds (See Instructions)
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5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
U.S.

7. Sole Voting Power

Liberty Capital Series A common stock:
Liberty Capital Series B common stock:
Liberty Interactive Series A common stock:
Liberty Interactiv tiv

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

13. Percent of Class Represented by Amount in Row (11)

Liberty Capital Series A common stock:	5.95%(5), (6)
Liberty Capital Series B common stock:	92.71%(5), (6)
Liberty Interactive Series A common stock:	Less than 1%(5), (6)
Liberty Interactive Series B common stock:	91.79%(5), (6)
Liberty Entertainment Series A common stock:	Less than 1%(5), (6)
Liberty Entertainment Series B common stock:	91.27%(5), (6)

14. Type of Reporting Person (See Instructions)

IN

(1) Includes 75,252 LCAPA shares, 170,471 LCAPB shares, 376,260 LINTA shares, 852,358 LINTB shares, 301,008 LMDIA shares and 681,884 LMDIB shares held by Mr. Malone's wife, Mrs. Leslie Malone, as to which shares Mr. Malone has disclaimed beneficial ownership, but does not include LCAPA shares issuable upon conversion of LCAPB shares, LINTA shares issuable upon conversion of LINTB shares or LMDIA shares issuable upon conversion of LMDIB shares, in each case owned by Mr. Malone or his spouse.

(2) Includes 200 LCAPA shares, 1,533 LINTA shares and 753 LMDIA shares held by the Liberty Media 401(k) savings plan for the benefit of Mr. Malone, and includes 165 LCAPA shares, 825 LINTA shares and 660 LMDIA shares held by a trust with respect to which Mr. Malone is the sole trustee and, with his wife, retains a unitrust interest in the trust.

(3) Includes 66,338 LMDIA shares, 540 LCAPA shares, 4 shares of LINTA shares and 25,308 LCAPB shares held by Mr. Malone, which are subject to a lock-up period of 90 days as of July 1, 2008.

(e) Series A Liberty Entertainment Common Stock, par value \$0.01 per share (“LMDIA”); and

(f) Series B Liberty Entertainment Common Stock, par value \$0.01 per share (“LMDIB” and, to

("TCI") and the Malone Group (incorporated by reference to Exhibit 7(n) to Mr. Malone's Amendment No. 8 to Schedule 13D filed in respect of TCI).

- 7(b) Letter, dated as of March 5, 1999, from TCI and Liberty Media Corporation addressed to Dr. Malone and Leslie Malone (incorporated by reference to Exhibit 7(f) to Mr. Malone's Schedule 13D filed in respect of AT&T Corp.).
- 7(c) Form of Option Agreement between Liberty Media Corporation and Dr. Malone (incorporated by reference to Exhibit 7(e) to Mr. Malone's Schedule 13D filed in respect of Liberty Media LLC).

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

July 17, 2008

Date

John C. Malone

Signature

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Exhibit Index

- 7(a) Call Agreement dated as of February 9, 1998, between Liberty Media Corporation (as assignee of Comcast Cable Holdings LLC, formerly, Tele-Communications, Inc. ("TCI") and the Malone Group (incorporated by reference to Exhibit 7(n) to Mr. Malone's Amendment No. 8 to Schedule 13D filed in respect of TCI).
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