

Liberty Media Corporation  
Subject Company: Liberty Media Corporation  
Commission File No.: 001-33982  
Subject Company: Liberty Entertainment, Inc.  
Commission File No.: 333-158795

Filed by Liberty Media Corporation pursuant to Rule 425 under  
the Securities Act of 1933 and deemed filed pursuant to  
Rule 14a-12 of the Securities Exchange Act of 1934.

Subject Company: Liberty Media Corporation  
Commission File No.: 001-33982  
Subject Company: Liberty Entertainment, Inc.  
Commission File No.: 333-158795

*Goldman Sachs - Analyst*

Okay. Quite a few. So going back to Liberty and DIRECTV, why do you think Liberty is a good fit for DIRECTV and what can you improve upon at DIRECTV?

*Liberty Media Corporation - - President, CEO*

Well, when you say Liberty is a good fit for DIRECTV, that's kind of a funny nature because we're spinning out in LMDIA the part that's spinning out that's LEI's piece is really what is now 56% of the equity, maybe 57, depending on where their buy back is of the equity of DIRECTV, three regional sports networks, FSN Seattle, I guess it's FSN Northwest, FSN Rocky Mountain, FSN Pittsburgh. And then our 55% interest in GSN and World Winner, formerly known as the Game Show Network and its online gaming, casual gaming and skill gaming effort related to all that and about \$2 million of debt. That package is going to get split off and merged into DIRECTV. The biggest asset in there by far is the DIRECTV shares and with the net effect will be to return maybe 53 or 54% of the DIRECTV shares directly to our shareholders' hands. And I do think that the assets that are going in there, other than the DIRECTV stock, sports network and GSN World Winner have upside, that frankly DIRECTV should be able to capitalize on the synergies of the distribution and I think they're both well positioned, those groups of assets. I'm not sure what we add to DIRECTV other than that and hopefully we'll stay out of their way and let them execute on the fine job that they've been doing.

*Goldman Sachs - Analyst*

Okay. So you said that there are synergies actually between the FSNs and DIRECTV. So you do believe that content and distribution should be together. Can you elaborate on that?

*Liberty M*

~~Sm~~ ~~Analyst~~  
~~Liberty M~~ ~~Analyst~~

om

Li

---

I think share repurchases are first and foremost for the time particularly when you look at the low multiple the Company is trading. Liberty is probably somewhat anathema, averse to dividends and the tax consequences which are likely to get worse and locking yourself into something which may have worse tax consequences over time, given the administration's cash needs, seems like a unattractive proposition. As far as acquisitions, the — I do think there are interesting opportunities, particularly around growing the international business, the Latin American business into other venues, that could be a attractive and somewhere down the road content could be attractive. Right now, first and foremost, share repurchase is the focus.

*Goldman Sachs - Analyst*

Okay. You mentioned DTV, Latin America, so I'm just going to skip over there. So is the plan to expand L Media internationally, so you're looking to build upon DTV-LA or do you think it should be its own separate entity?

*Liberty Media Corporation - - President, CEO*

Let's — not LMDIA but once the transaction, the splitoff and merger are completed there will be no more LMDIA transitory tracker, probably something you'll all be happy to see go. I think DIRECTV Latin America has prospects to where it could do well. I think, this is one Board member speaking, having it as a separately traded subsidiary could be attractive and in fact it has a different capitalization long-term than the US business over time. It has a different mission which is less of a free cash flow, share repurchase mission, more of a growth mission, looking at alternative places to grow its distribution outside of Latin America. It's a relatively small piece today of the pie. I'm not sure it's getting full value in the marketplace and I think it has logically over time perhaps a different investor group than the one who wish to buy it. Some

*Goldman Sachs - Analyst*

Okay. So going back to the overall entity, what are your long-term plans for DIRECTV? Do you view it — sounds like you view it more as an operating asset rather than a financial one. So the plan is to operate it for a while, I guess?

*Liberty Media Corporation - - President, CEO*

It's operating very well. If you look at the share gain in our





