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April 4, 2011

VIA EDGAR

Securities and Exchange Commission 100 F Street, NE Washington, D.C. 20549

Attention: John J. Harrington, Attorney-Advisor

Re: Liberty Media Corporation

Amendment No. 5 to Schedule 14A (File No. 001-33982)

Liberty Media Corporation

Amendment No. 2 to Annual Report on Form 10-K (File No. 001-33982)

Liberty Splitco, Inc.

Amendment No. 4 to Form S-4 (File No. 333-171201)

Dear Mr. Harrington:

We hereby electronically file (i) on behalf of Liberty Media Corporation (" "), under the Securities Exchange Act of 1934, as amended,

(a) Amendment No. 5 to its preliminary Schedule 14A (the " "), originally filed on October 20, 2010 and (b) Amendment No. 2 to its Annual

Report on Form 10-K, and (ii) on behalf of Liberty Splitco, Inc. (" "), under the Securities Act of 1933, as amended, Amendment No. 4 to its Registration Statement on

Form S-4 (the " "), originally filed on December 16, 2010, of which the Proxy Statement/Prospectus forms a part.

Set forth below are responses to the comments contained in your letter to Charles Tanabe, Executive Vice President and General Counsel of Splitco, dated March 25, 2011 (the ""), regarding the Registration Statement and to the comments contained in your letter to Mr. Tanabe, Executive Vice President and General Counsel of Liberty Media, dated March 25, 2011 (the "and, together with the Splitco SEC Letter, the "), regarding Amendment No. 1 to Liberty Media's Annual Report on Form 10-K filed on March 16, 2011 (the "). The comments contained in the Liberty Media SEC Letter mirror those contained in the Splitco SEC Letter except for the inclusion of comment 6 in the Splitco SEC Letter. For your convenience, each of our responses below is preceded by the Staff's comment as it appeared in the Splitco SEC Letter. The numbered paragraphs below correspond to the numbered paragraphs in the SEC Letters. All section references refer to the corresponding sections of the Proxy Statement/Prospectus or the 10-K/A, as applicable, filed herewith unless otherwise noted, and all page references in our responses are to the pages in the Registration Statement or 10-K/A, as applicable. Defined terms used and not otherwise defined

in this letter have the meanings ascribed to them in the Proxy Statement/Prospectus or the 10-K/A, as applicable.

Where You Can Find More Information, page 132

Amendment No. 1 to Annual Report on Form 10-K of Liberty Media Incorporated by Reference

Compensation Discussion and Analysis, page 10

Setting Executive Compensation, page 11

1. Comment: Please provide more information about how the compensation committee uses the reference group information in setting compensation types and amounts and the purpose of its review of this information. For example, although you note on page 10 that the committee seeks to formulate compensation packages that are "competitive" relative to the reference group, no additional information is provided about what this means. We also note your acknowledgement on page 15 that equity compensation of your NEOs generally exceeds that of your peer group, but you do not explain why this is the case or how other components of your compensation packages compare to the peer group. Please revise accordingly.

Response: We have revised our disclosure on pages 10, 11 and 12 in response to the Staff's comment. We also bring the Staff's attention to the discussion included under "Equity Incentive Compensation" on pages 15 and 16.

Elements of 2010 Executive Compensation, page 12

2. Comment: We note that the Corporate Performance Component impacts 30% of a participant's maximum bonus amount. Although you note that the Corporate Performance Component Rating is based on a review of adjusted OIBDA, revenue and free cash flow, you do not provide any disclosure regarding how that review resulted in the actual Ratings applied in 2010. Please provide more information about how this component is measured and how the 2010 rating was determined, including disclosure of any material performance targets and performance against such targets.

Response: We have revised our disclosure on pages 13 and 14 in response to the Staff's comment.

Grants of Plan-Based Awards, page 25

6. Comment: We note that you only disclose the actual 2010 performance-based bonus in the "Estimated Future Payouts under Non-equity Incentive Plan Awards" solumn. Instead,		
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please revise to disclose the thres" \(\psi'\)" "Estimat \(\manha\)"		

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