Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 5, 2009.
- (2) The price reflects a weighted average of sales made at prices ranging from \$14.03 to \$14.69.
- (3) The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, information regarding the number of shares sold at each separate price.
- (4) The Reporting Person disclaims beneficial ownership of these shares owned by his spouse.
- (5) The Reporting Person is the sole trustee of and, with his spouse, retains a unitrust interest in the trust.
- The number of shares represents equivalent shares based on the fair market value of the shares of Series A Liberty Capital common stock, Series A Liberty Interactive common stock and Series A Liberty Entertainment common stock held by the (6) unitized stock fund under the Issuer's 401(k) Savings Plan based on a report from the Plan Administrator dated as of May 30, 2009. The Reporting Person has an interest in the unitized fund, which holds shares of Series A Liberty Capital common stock and short-term investments.
- (7) The price reflects a weighted average of sales made at prices ranging from \$5.51 to \$5.85.
- (8) The price reflects a weighted average of sales made at prices ranging from \$23.34 to \$24.00.
- (9) The price reflects a weighted average of sales made at prices ranging from \$24.00 to \$24.42.

Remarks:

The trading symbol for the Issuer's Series A Liberty Capital common stock is LCAPA, Series A Liberty Interactive common stock is LINTA and Series A Liberty Entertainment common stock is LMDIA.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

POWER OF ATTORNEY M-1+120 @ M-1+10/MADB @ D/M-1+10/ADDB

Know all by these presents, that the undersigned hereby constitutes and appoints each of Charles Y. Tanabe, Maureen Sturgeon, Craig Troyer, and Debra A. Anderssen, signing singly, the undersigned's true and lawful attorney-in-fact to:

1. Execute for and on behalf of the undersigned a Form 4 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; and

2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 4, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be s done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, withifhd:epeweisefoshbseesuntonroghrevdcpowensine:herebyauthses as o it st lie agt igned' lded unde ratifying iof f f f fifpr offg iff f f fifpr ofyPftM fullnt

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