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/s/ Robert R. Bennett

07/30/2009

Signature of Reporting Person

Date

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 10b5-1 plan adopted by the Reporting Person on June 18, 2009.
- (2) Price reflects a weighted average of sales made at prices ranging from \$27.97 to \$28.00.
- (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 sales reported in this Form 4 were effected pursuant to a 10b5-1 plan adopted by Hilltop Investments, LLC on June 18, 2009.
The number of shares represents equivalent shares based on the fair market value of the shares of Series A Liberty Entertainment Common Stock held by the unitized stock fund under the Issuer's 401(k) Savings Plan based on a report from the Plan Administrator dated as of June 30, 2009. The Reporting Person has an interest in the unitized fund, which holds shares of Series A Liberty Entertainment Common Stock, Series A Liberty Capital Common Stock, Series A Liberty Interactive Common Stock and short-term investments.
- (5)

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.