



\* 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).

On September 23, 2011, the Issuer (formerly known as Liberty Media Corporation) redeemed (the "Redemption") all of the shares of its Liberty Capital common stock and Liberty Starz common stock for shares of common stock of Liberty Media Corporation (formerly known as Liberty Media Corporation).  
(1) Redemption, the Issuer redeemed (i) each outstanding share of its Series A Liberty Capital common stock for one share of Splitco's Series A Liberty Capital common stock, (ii) each outstanding share of its Series B Liberty Capital common stock for one share of Splitco's Series B Liberty Capital common stock for one share of Splitco's Series A Liberty Starz common stock, and (iv) each outstanding share of its Series B Liberty Starz common stock for one share of Splitco's Series B Liberty Starz common stock.

(2) The number of shares reported as held in the reporting person's 401(k) is based on a statement from the Plan Administrator dated as of August 31, 2011.

(3) All outstanding equity awards with respect to the Issuer's Series A Liberty Capital common stock, Series B Liberty Capital common stock, Series A Liberty Starz common stock and Series B Liberty Starz common stock (each such equity award an "original equity award") were automatically converted into new equity awards with respect to Splitco's Series A Liberty Capital common stock, Series B Liberty Capital common stock, Series A Liberty Starz common stock and Series B Liberty Starz common stock, respectively (each such equity award a "new equity award"). Each new equity award remains subject to the terms and conditions of the corresponding original equity award.

(4) The derivative security is fully vested.

(5) The option vests quarterly over four years, starting on the grant date.

(6) The option vests in three equal installments on June 30, 2013, June 30, 2014 and December 31, 2015.

**Remarks:**

The trading symbol for Splitco's Series A Liberty Capital Common Stock is LCAPA [LCPAD] and Series A Liberty Starz Common Stock is LSTZA [LSTAD]. Temporary trading symbols in effect from September 26, 2011 to September 26, 2011.

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.

