

* 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) Represents shares of Series A QVC Group common stock to be issued as a result of the certification on February 28, 2017 of the satisfaction of performance criteria established for the performance-based restricted stock units granted to the reporting person on March 29, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* the instructions for Form 10-K.