

Item 2.01. Completion of Acquisition or Disposition of Assets

This Form 8-K/A amends the Current Report on Form 8-K of Liberty Interactive Corporation (the “Company”), dated September 3, 2014 regarding the completion of the previously announced spin-off (the “Spin-Off”) of its former wholly-owned subsidiary Liberty TripAdvisor Holdings, Inc. (“TripCo”). The sole purpose of this amendment is to provide updated pro forma financial information for the quarter ended June 30, 2014 required by Item 9.01 and to replace the previous exhibit 99.3 in its entirety.

Item 9.01. Financial Statements and Exhibits

(b) The information required to be filed pursuant to Items 2.01 and 9.01 pursuant to Article 11 of Regulation S-X is filed herewith as Exhibit 99.3.

(d) Exhibits

<u>Exhibit No.</u>	<u>Name</u>
99.3	Unaudited Conde o

Liberty Interactive Corporation
Condensed Pro Forma Consolidated Balance Sheet
December 31, 2013
(unaudited)

	Liberty Interactive historical (1)	Less: TripCo historical (2)	Liberty Interactive pro forma
<u>Assets</u>			
Cash and cash equivalents	\$ 1,256	354	902
Other current assets	3,170	289	2,881
Investments in available-for-sale securities	1,501	188	1,313
Investments in affiliates, accounted for using the equity method	1,237	--	1,237
Property and equipment, net	1,247	39	1,208
Intangible assets not subject to amortization	13,675	5,292	8,383
Intangible assets subject to amortization, net	2,492	908	1,584
Other assets, at cost, net of accumulated amortization	98	19	79
Total assets	<u>\$ 24,676</u>	<u>7,089</u>	<u>17,857</u>
<u>Liabilities and Equity</u>			
Current liabilities	\$ 3,756	311	3,445
Long-term debt	6,406	300	6,106
Deferred income tax liabilities	2,844	853	1,991
Other liabilities	235	44	191
Total liabilities	13,241	1,508	11,733
Total stockholders' equity	6,936	1,208	5,728
Noncontrolling interests in equity of subsidiaries	4,499	4,373	126
Total equity	11,435	5,581	5,854
Total liabilities and equity	<u>\$ 24,676</u>	<u>7,089</u>	<u>17,587</u>



Liberty Interactive Corporation
 Condensed Pro Forma Consolidated Statement of Operations
 Year ended December 31, 2013
 (unaudited)

	Liberty Interactive historical (1)	TripCo historical (2)	Liberty Interactive pro forma
Revenue	11,252	10,341	10,218
Operating costs and expenses:			
Cost of sales	6,602	6,602	6,515
Operating and Selling, general and administrative, including stock-based compensation	2,587	649	1,958
Depreciation and amortization	943	315	628
Operating income	1,032	1,051	9,081
Interest expense	(373)	(12)	(361)
Share of earnings (loss)	33	-	33
Realized and unrealized gains (losses) on financial instruments	-	-	-

\$

\$

\$

\$

Liberty Interactive Corporation
Condensed Pro Forma Consolidated Statement of Operations
Six months ended June 30, 2014
(unaudited)

	Liberty Interactive historical (1)	Less: TripCo historical (2)	Liberty Interactive pro forma
Revenue	5,546	629	4,917
Operating costs and expenses:			
Cost of sales	3,134	20	3,114
Operating and Selling, general and administrative and other, including stock-based compensation	1,378	407	971
Depreciation and amortization	469	142	327
	<u>4,981</u>	<u>569</u>	<u>4,412</u>
Operating income	565	60	505
Interest expense	(199)	(5)	(194)
Share of earnings (loss)	2	--	2
Realized and unrealized gains (losses) on financial instruments, net	(66)	--	(66)
Other income (expense)	11	--	11
Earnings (loss) from continuing operations before income taxes	313	55	258
Income tax (expense) benefit	(97)	(15)	(82)
Net earnings (loss)	216	40	176
Less net loss attributable to the noncontrolling interests	57	39	18
Net earnings (loss) attributable to:			
Liberty stockholders	159	1	158
Net earnings (loss) attributable to:			
Liberty Interactive stockholders	215	(15)	230
Liberty Ventures stockholders	(56)	16	(72)
ProForma basic net earnings (loss) attributable to Liberty stockholders per common share:			
Series A and Series B Liberty Interactive	\$ 0.44		0.47
Series A and Series B Liberty Ventures	\$ (0.77)		(0.99)
ProForma diluted net earnings (loss) attributable to Liberty stockholders per common share:			
Series A and Series B Liberty Interactive	\$ 0.43		0.46
Series A and Series B Liberty Ventures	\$ (0.77)		(0.99)
Liberty Interactive commons stock			
Basic	490		490
Diluted	500		500
Liberty Ventures commons stock			
Basic	73		73
Diluted	74		74
