UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

Liberty Interactive Corporation (Name of Issuer)

SERIES A LIBERTY VENTURES COMMON STOCK, \$0.01 PAR VALUE

(Title of Class of Securities)

53071M880

(CUSIP Number)

DECEMBER 31, 2013

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[] Rule 13d-1(b) [x] Rule 13d-1(c) [] Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

1	NAME	C OE DE	EPORTING PERSONS		
1.				OVE DED COMO (ENTITIES ONLY)	
	1.K.S. 11	DENTIF	ICATION NOS. OF ABO	OVE PERSONS (ENTITIES ONLY)	
	п	liahfiald	s Capital Management l	T D	
2.				A MEMBER OF A GROUP (SEE INSTRUCTIONS)	
2.	(a) []	L IIIL 7	II I KOI KIMIL BOM II 1	THEMBER OF A GROOT (SEE INSTRUCTIONS)	
	(b) [X]				
3.		SE ONL	Y		_
4.	CITIZE	NSHIP	OR PLACE OF ORGANI	IZATION	
	D	elaware			
		5.	SOLE VOTING POW	/ER	
	AH II ABEB OF		0.55		
	NUMBER OF		957,404	OWER	
D	SHARES	6.	SHARED VOTING P	OWER	
	ENEFICIALLY OWNED BY		0		
	EACH	7.	——0— SOLE DISPOSITIVE	DOWED	
	REPORTING	7.	SOLE DISPOSITIVE	POWER	
	PERSON		957,404		
	WITH	8.	SHARED DISPOSITI	IVE POWER	
	W1111	0.	SHARED DISTOSITI	VETOWER	
			—0—		
9.	AGGRI	EGATE	AMOUNT BENEFICIAL	LY OWNED BY EACH REPORTING PERSON	
		57,404			
10.				MOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(SEE IN	NSTRUC	CTIONS)		
11.	DEDCE	NT OF	CLASS DEDDESENTED	BY AMOUNT IN ROW 9	
11.	PERCE	INT OF	CLASS KEPKESENTED	BY AMOUNT IN KOW 9	
	2.	.7%			
12.			ORTING PERSON (SEE	INSTRUCTIONS)	
			`		
	P	N			

NAMES OF PEROPETRIC PEROPE
1. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLT)
Highfields GP LLC
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) []
(b) [X]
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware
5. SOLE VOTING POWER
NUMBER OF 957,404
SHARES 6. SHARED VOTING POWER
BENEFICIALLY
OWNED BY —0—
EACH 7. SOLE DISPOSITIVE POWER
REPORTING
PERSON 957,404
WITH 8. SHARED DISPOSITIVE POWER
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
957,404
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []
(SEE INSTRUCTIONS)
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
2.7%
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
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1.			EPORTING PERSONS	NAME AND GOALS (EXTENSION OF A STATE OF A ST	
	I.R.S. II	DENTIL	FICATION NOS. OF ABO	OVE PERSONS (ENTITIES ONLY)	
_			ls Associates LLC		
2.		C THE A	APPROPRIATE BOX IF A	A MEMBER OF A GROUP (SEE INSTRUCTIONS)	
	(a) []				
	(b) [X]				
3.	SEC US	SE ONL	Υ		
_	CVMVQT		OD DI 1 OF OF OR O. I.	TT - TT O. Y.	
4.	CITIZE	NSHIP	OR PLACE OF ORGAN	ZATION	
	D	elawar	e		
		5.	SOLE VOTING POW	/ER	
	NUMBER OF		957,404		
	SHARES	6.	SHARED VOTING F	OWER	
	BENEFICIALLY				
	OWNED BY		—0—		
	EACH	7.	SOLE DISPOSITIVE	POWER	
	REPORTING				
	PERSON		957,404		
	WITH	8.	SHARED DISPOSIT	IVE POWER	
			—0—		
9.	AGGRI	GATE		LY OWNED BY EACH REPORTING PERSON	
٠.	noon	JOHIL	THEOUTH BEITEIN	ET OWNED BY ENGINEERONING PERSON	
	9:	57,404			
10.	CHECK	BOX	IF THE AGGREGATE A	MOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(SEE IN	STRU	CTIONS)		
	•				
11.	PERCE	NT OF	CLASS REPRESENTED	BY AMOUNT IN ROW 9	
	2	70/			
12.		.7%	ORTING PERSON (SEE	INSTRUCTIONS	
14.	11FE(JI KEF	OKTINO I EKSON (SEE	indirections)	
	0	0			

1	NAMES	C OF DI	EPORTING PERSONS		
1.				OVE PERSONS (ENTITIES ONLY)	
	1.K.S. II	DENTIL	FICATION NOS. OF ABO	OVE PERSONS (ENTITIES ONLY)	
	T.	onothor	ı S. Jacobson		
2.				A MEMBER OF A GROUP (SEE INSTRUCTIONS)	
۷.	(a) []	C IIIL A	ALL KOLKIATE BOX II'.	A WEMBER OF A GROOF (SEE INSTRUCTIONS)	
	(b) [X]				
3.	SEC US	SE ONI	V		
٥.	SEC OL	JE OIVE	, <u>1</u>		
4.	CITIZE	NSHIP	OR PLACE OF ORGAN	IZATION	
	U	nited S	tates		
		5.	SOLE VOTING POV	/ER	
			.==		
	NUMBER OF		957,404		
	SHARES	6.	SHARED VOTING I	OWER	
	BENEFICIALLY				
	OWNED BY EACH	7.	0	DOWER	
	REPORTING	/.	SOLE DISPOSITIVE	POWER	
	PERSON		957,404		
	WITH	8.	SHARED DISPOSIT	IVE DOWED	
	WIIII	8.	SHAKED DISPOSIT	IVE POWER	
			—0—		
9.	AGGRI	EGATE	AMOUNT BENEFICIAL	LLY OWNED BY EACH REPORTING PERSON	
10		57,404		MOLD TO A PART OF THE COURT OF	
10.				MOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(SEE IN	NSTRUC	CTIONS)		
11.	PERCE	NT OF	CLASS REPRESENTED	BY AMOUNT IN ROW 9	
_		.7%			
12.	TYPE C	OF REP	ORTING PERSON (SEE	INSTRUCTIONS)	
	I	N			

1. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF A	OVE DED COME (ENTITIES ONLY)
I.R.S. IDENTIFICATION NOS. OF A	OVE PERSONS (ENTITIES ONLY)
Highfields Capital I LP	
2. CHECK THE APPROPRIATE BOX I	A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) []	
(b) [X] 3. SEC USE ONLY	
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGA	IIZATION
Delaware	
5. SOLE VOTING PO	WER
NUMBER OF 75,466	
SHARES 6. SHARED VOTING	POWER
BENEFICIALLY	
OWNED BY —0—	
EACH 7. SOLE DISPOSITI	E POWER
REPORTING	
PERSON 75,466 WITH 8. SHARED DISPOS	TWE DOWED
WITH 8. SHARED DISPOS	IVE POWER
0	
9. AGGREGATE AMOUNT BENEFICE	LLY OWNED BY EACH REPORTING PERSON
75,466	
	AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [X
(SEE INSTRUCTIONS)	
11. PERCENT OF CLASS REPRESENTE	BY AMOUNT IN ROW 9
0.2%	
12. TYPE OF REPORTING PERSON (SI	INSTRUCTIONS)
PN	

1 NAMES OF REPORTING PERSONS
1. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
I.K.S. IDDATE TOTAL TOS. OF TIDO VETERIOONS (EVITTED ONE)
Highfields Capital II LP
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) []
(b) [X] 3. SEC USE ONLY
5. SEC USE ONL!
4. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware
5. SOLE VOTING POWER
NUMBER OF 251,278
SHARES 6. SHARED VOTING POWER
BENEFICIALLY
OWNED BY
EACH 7. SOLE DISPOSITIVE POWER
REPORTING PERSON 251.278
PERSON 251,278 WITH 8. SHARED DISPOSITIVE POWER
WITH 6. SHARED DISFOSITIVE FOWER
—0—
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
251,278
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.7%
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
PN

1 NIAN	TEC OF D	EPORTING PERSONS	
		FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1.K.S	. IDEN I I	FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Highfiel	ds Capital III L.P.	
2. CHE		APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	
(a) [ATTROTRITTE BOTT IT TIMESIBER OF TOROUT (BEE INSTRUCTIONS)	
(b) [2			
	USE ONI	LY	
4. CITI	ZENSHIP	OR PLACE OF ORGANIZATION	
	Cayman	n Islands	
	5.	SOLE VOTING POWER	
	٥.	SOLE FORMOTOWER	
NUMBER OF		630,660	
SHARES	6.	SHARED VOTING POWER	
BENEFICIALLY	<i>l</i>		
OWNED BY		—0—	
EACH	7.	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON		630,660	
WITH	8.	SHARED DISPOSITIVE POWER	
		—0—	
9. AGG	REGATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	630,660		
10. CHE	CK BOX	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[X]
(SEE	INSTRU	ICTIONS)	
11. PERO	CENT OF	CLASS REPRESENTED BY AMOUNT IN ROW 9	
II. PERO	CENT OF	CLASS REFRESENTED BY AMOUNT IN KOW 9	
	1.8%		
12. TYPI	E OF REF	PORTING PERSON (SEE INSTRUCTIONS)	
	PN		
	T 1.4		

Item 1 (a). Name of Issuer:

Liberty Interactive Corporation (the "Issuer")

Item 1 (b). Address of Issuer's Principal Executive Offices:

12300 Liberty Boulevard, Englewood, Colorado 80112

Item 2 (a). Name of Person Filing:

This statement is being filed by the following persons with respect to the shares of Series A Liberty Ventures common stock ("Common Stock") of the Issuer directly owned by Highfields Capital I LP ("Highfields I"), Highfields Capital II LP ("Highfields II") and Highfields Capital III L.P. ("Highfields III") and, together with Highfields I and Highfields II, the "Funds"):

- (i) Highfields Capital Management LP, a Delaware limited partnership ("Highfields Capital Management") and investment manager to each of the Funds;
- (ii) Highfields GP LLC, a Delaware limited liability company ("Highfields GP") and the General Partner of Highfields Capital Management;
- (iii) Highfields Associates LLC, a Delaware limited liability company ("Highfields Associates") and the General Partner of the Funds;
- (iv) Jonathon S. Jacobson, the Managing Member of Highfields GP and the Senior Managing Member of Highfields Associates;
- (v) Highfields I, a Delaware limited partnership;
- (vi) Highfields II, a Delaware limited partnership; and
- (vii) Highfields III, an exempted limited partnership organized under the laws of the Cayman Islands.

Highfields Capital Management, Highfields GP, Highfields Associates, Mr. Jacobson, Highfields I, Highfields II and Highfields III are sometimes individually referred to herein as a "Reporting Person" and collectively as the "Reporting Persons."

Item 2 (b). Address of Principal Business Office or, if None, Residence:

Address for Highfields Capital Management, Highfields GP, Highfields Associates, Mr. Jacobson, Highfields I and Highfields II:

c/o Highfields Capital Management LP John Hancock Tower 200 Clarendon Street, 59th Floor Boston, Massachusetts 02116 Address for Highfields III:

c/o Goldman Sachs (Cayman) Trust, Limited Suite 3307, Gardenia Court 45 Market Street, Camana Bay P.O. Box 896 Grand Cayman KY1-1103 Cayman Islands

Item 2 (c). Citizenship:

Highfields Capital Management – Delaware Highfields GP – Delaware Highfields Associates – Delaware Jonathon S. Jacobson – United States Highfields I – Delaware Highfields II – Delaware Highfields III – Cayman Islands

Item 2 (d). Title of Class of Securities:

Series A Liberty Ventures Common Stock, \$0.01 par value

Item 2 (e). CUSIP Number:

53071M880

Item 3. Not applicable.

Item 4. Ownership.

For Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson:

- (a) Amount beneficially owned: 957,404 shares of Common Stock
- (b) Percent of class: 2.7%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 957,404
 - (ii) Shared power to vote or to direct the vote: —0—
 - (iii) Sole power to dispose or to direct the disposition of: 957,404
 - (iv) Shared power to dispose or to direct the disposition of: —0—

For Highfields I:

- (a) Amount beneficially owned: 75,466 shares of Common Stock
- (b) Percent of class: 0.2%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 75,466
 - (ii) Shared power to vote or to direct the vote: —0—
 - (iii) Sole power to dispose or to direct the disposition of: 75,466
 - (iv) Shared power to dispose or to direct the disposition of: —0—

For Highfields II:

- (a) Amount beneficially owned: 251,278 shares of Common Stock
- (b) Percent of class: 0.7%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 251,278

- (ii) Shared power to vote or to direct the vote: —0—
- (iii) Sole power to dispose or to direct the disposition of: 251,278
- (iv) Shared power to dispose or to direct the disposition of: —0—

For Highfields III:

- (a) Amount beneficially owned: 630,660 shares of Common Stock
- (b) Percent of class: 1.8%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 630,660
 - (ii) Shared power to vote or to direct the vote: —0—
 - (iii) Sole power to dispose or to direct the disposition of: 630,660
 - (iv) Shared power to dispose or to direct the disposition of: —0—

Item 5. Ownership of Five Percent or Less of a Class.

Yes.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

The shares of Common Stock beneficially owned by Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson are directly owned by the Funds. Highfields Capital Management serves as the investment manager to each of the Funds. Each of Highfields Capital Management, Highfields GP, Highfields Associates and Mr. Jacobson has the power to direct the receipt of dividends from or the proceeds from the sale of the shares of Common Stock owned by the Funds.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Exhibit 2 attached hereto.

Each Reporting Person disclaims beneficial ownership of the shares of Common Stock beneficially owned by the other Reporting Persons.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2014
Date
HIGHFIELDS CAPITAL MANAGEMENT LP
By: Highfields GP LLC, its General Partner
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
HIGHFIELDS GP LLC
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
HIGHFIELDS ASSOCIATES LLC
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
JONATHON S. JACOBSON
/s/ Joseph F. Mazzella*
Signature
Joseph F. Mazzella, Attorney in Fact
Name/Title

^{*}by power of attorney

HIGHFIELDS CAPITAL I LP

By: Highfields Associates LLC, its General Partner

/s/ Joseph F. Mazzella

Signature

Joseph F. Mazzella, Authorized Signatory

Name/Title

HIGHFIELDS CAPITAL II LP

By: Highfields Associates LLC, its General

Partner

/s/ Joseph F. Mazzella

Signature

Joseph F. Mazzella, Authorized Signatory

Name/Title

HIGHFIELDS CAPITAL III L.P.

By: Highfields Associates LLC, its General

Partner

/s/ Joseph F. Mazzella

Signature

Joseph F. Mazzella, Authorized Signatory

Name/Title

EXHIBIT INDEX

Exhibit 1. Joint Filing Agreement as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

Exhibit 2. List of Members of Group

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe such information is inaccurate.

February 14, 2014
Date
HIGHFIELDS CAPITAL MANAGEMENT LP
By: Highfields GP LLC, its General Partner
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
HIGHFIELDS GP LLC
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
HIGHFIELDS ASSOCIATES LLC
/s/ Joseph F. Mazzella
Signature
Joseph F. Mazzella, Authorized Signatory
Name/Title
JONATHON S. JACOBSON
/s/ Joseph F. Mazzella*
Signature

Joseph F. Mazzella, Attorney in Fact Name/Title *by power of attorney HIGHFIELDS CAPITAL I LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL II LP By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title HIGHFIELDS CAPITAL III L.P. By: Highfields Associates LLC, its General Partner /s/ Joseph F. Mazzella Signature Joseph F. Mazzella, Authorized Signatory Name/Title

Exhibit 2

MEMBERS OF GROUP

Highfields Capital Management LP Highfields GP LLC Highfields Associates LLC Jonathon S. Jacobson Highfields Capital I LP Highfields Capital II LP Highfields Capital III L.P.