

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

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

QURATE RETAIL, INC.

(Name of Issuer)

Series A Common Stock, par value \$.01 per share

Series B Common Stock, par value \$.01 per share

(Title of Class of Securities)

Series A Common Stock: 74915M100

Series B Common Stock: 74915M209

(CUSIP Numbers)

Gregory B. Maffei
c/o Qurate Retail, Inc.
12300 Liberty Boulevard
Englewood, Colorado 80112
(720) 875-5300

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

March 12, 2020

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

*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 disclosures provided in a prior cover page.

The information required on 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).

CUSIP No.

Series A Common Stock: 74915M100

Series B Common Stock: 74915M209

1 Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)

Gregory B. Maffei

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3 SEC Use Only

4 Source of Funds (See Instructions)

OO

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)

6 Citizenship or Place of Organization

U.S.

7 Sole Voting Power
Series A Common Stock: 4,965,860 (1), (2), (3), (4)
Series B Common Stock: 2,520,367 (2)

8 Shared Voting Power
Series A Common Stock: 0
Series B Common Stock: 0

9 Sole Dispositive Power
Series A Common Stock: 4,965,860 (1), (2), (3), (4)
Series B Common Stock: 2,520,367 (2)

10 Shared Dispositive Power
Series A Common Stock: 0
Series B Common Stock: 0

11 Aggregate Amount Beneficially Owned by Each Reporting Person
Series A Common Stock: 4,965,860 (1), (2), (3), (4)
Series B Common Stock: 2,520,367 (2)

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11)

Series A Common Stock: 1.3% (5)

Series B Common Stock: 8.1% (5)

14 Type of Reporting Person (See Instructions)

IN

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

- (1) Includes 9,301 shares of the Issuer's (as defined below) Series A Common Stock, par value \$0.01 per share (the "Series A Common Stock"), held in the Liberty Media 401(k) Savings Plan for the benefit of Mr. Gregory B. Maffei ("Mr. Maffei").
 - (2) Includes (i) 200,402 of Series A Common Stock and (ii) 1,844,440 shares of the Issuer's Series B Common Stock, par value \$0.01 per share (the "Series B Common Stock"), in each case, that are subject to options, which are exercisable as of, or will be exercisable within 60 days of, March 12, 2020.
 - (3) Includes 1,749,497 shares of Series A Common Stock pledged to Morgan Stanley Private Bank, National Association in connection with a loan facility.
 - (4) Does not include shares of Series A Common Stock issuable upon conversion of shares of Series B Common Stock beneficially owned by Mr. Maffei; however, if such shares of Series A Common Stock were included, Mr. Maffei would beneficially own, in the aggregate, 7,486,227 shares of Series A Common Stock, and Mr. Maffei's aggregate beneficial ownership of Series A Common Stock, as a series, would be 1.9% of such shares of Series A Common Stock outstanding, subject to the relevant footnotes set forth herein.
 - (5) For purposes of calculating the beneficial ownership of Mr. Maffei, the total number of shares of Series A Common Stock outstanding was 386,702,662 and the total number of shares of Series B Common Stock outstanding was 29,278,424, in each case, as of January 31, 2020, as reported by Qurate Retail, Inc., a Delaware corporation (the "Issuer"), in its Annual Report on Form 10-K for the year ended December 31, 2019, filed with the Securities and Exchange Commission on February 26, 2020, and as calculated in accordance with Rule 13d-3 under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), after adjustment for (i) the assumed exercise of all options and other rights to acquire shares of Series A Common Stock or Series B Common Stock held by Mr. Maffei and exercisable as of, or within 60 days of, March 12, 2020 and (ii) the vesting of Mr. Maffei's performance-based restricted stock units on March 15, 2020. Each share of Series B Common Stock is convertible, at the option of the holder, into one share of Series A Common Stock. Each share of Series A Common Stock is entitled to one vote, whereas each share of Series B Common Stock is entitled to ten votes. Accordingly, Mr. Maffei may be deemed to beneficially own voting equity securities representing approximately 4.3% of the voting power with respect to the general election of directors of the Issuer based on the outstanding shares noted above and calculated pursuant to Rule 13d-3 of the Exchange Act. See Item 5.
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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D/A

(Amendment No. 2)

Statement of

GREGORY B. MAFFEI

Pursuant to Section 13(d) of the Securities Exchange Act of 1934

in respect of

QURATE RETAIL, INC.

This statement on Schedule 13D relates to the Series A common stock, par value \$0.01 per share ("Series A Common Stock"), and Series B common stock, par value \$0.01 per share ("Series B Common Stock," and together with the Series A Common Stock, the "Common Stock"), of Qurate Retail, Inc., a Delaware corporation (the "Issuer"). The statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") by the Reporting Person, Mr. Gregory B. Maffei ("Mr. Maffei"), on December 21, 2018, as amended by Amendment No. 1 to the statement on Schedule 13D filed with the SEC on October 25, 2019 (collectively, the "Schedule 13D"), is hereby amended and supplemented to include the information set forth herein. This amended statement on Schedule 13D (the "Amendment") constitutes Amendment No. 2 to the Schedule 13D (the Schedule 13D, as amended by the Amendment, collectively, the "Statement"). Capitalized terms not defined herein have the meanings given to such terms in the Schedule 13D. Except as set forth herein, the Schedule 13D is unmodified.

Item 3. Source and Amount of Funds.

The information contained in Item 3 of the Schedule 13D is hereby amended and supplemented by adding the following information:

Mr. Maffei acquired beneficial ownership of an additional 124,827 shares of Series B Common Stock reported in this Amendment on March 12, 2020 pursuant to the March 15, 2020 vesting of performance-based restricted stock units ("RSUs") with respect to shares of Series B Common Stock, which were granted pursuant to compensatory arrangements with the Issuer in consideration of his service as Chairman of the Board (as more specifically described in Item 5 of this Statement).

Item 5. Interest in Securities of the Issuer.

The information contained in Item 5 of the Schedule 13D is hereby amended and restated in its entirety to read as follows:

(a) - (b) Mr. Maffei beneficially owns (without giving effect to the conversion of shares of Series B Common Stock into shares of Series A Common Stock) (i) 4,965,860 shares of Series A Common Stock (including (A) 9,301 shares held in the Liberty Media 401(k) Savings Plan for the benefit of Mr. Maffei and (B) 200,402 shares that are issuable upon the exercise of options, which are exercisable as of, or will be exercisable within 60 days of, March 12, 2020), which shares represent approximately 1.3% of the outstanding shares of Series A Common Stock, and (ii) 2,520,367 shares of Series B Common Stock (including 1,844,440 shares that are issuable upon the exercise of options, which are exercisable as of, or will be exercisable within 60 days of, March 12, 2020), which shares represent approximately 8.1% of the outstanding shares of Series B Common Stock. The foregoing percentage interests are based on 386,702,662 shares of Series A Common Stock and 29,278,424 shares of Series B Common Stock, in each case, outstanding as of January 31, 2020, as reported by the Issuer

in its Annual Report on Form 10-K for the year ended December 31, 2019, filed with the SEC on February 26, 2020, and as calculated in accordance with Rule 13d-3 under the Exchange Act, after adjustment for (i) the assumed exercise of all options and other rights to acquire shares of Common Stock held by Mr. Maffei and exercisable as of, or within 60 days of, March 12, 2020 and (ii) the vesting of Mr. Maffei's performance-based restricted stock units on March 15, 2020. Because each share of Series A Common Stock is entitled to cast 1 vote and each share of Series B Common Stock is entitled to cast 10 votes on all matters upon which stockholders are generally entitled to vote, Mr. Maffei may be deemed to beneficially own voting equity securities of the Issuer representing approximately 4.3% of the voting power with respect to the general election of directors of the Issuer.

Mr. Maffei has the sole power to vote and to dispose of, or to direct the voting or disposition of, his shares of Common Stock.

(c) On March 12, 2020, Mr. Maffei acquired beneficial ownership of 124,827 shares of Series B Common Stock, as a result of the vesting on March 15, 2020 of performance-based RSUs with respect to 124,827 shares of Series B Common Stock held by Mr. Maffei. Other than as stated herein, Mr. Maffei has not effected any transactions with respect to the Common Stock during the 60 days preceding the date hereof.

(d) Not Applicable.

(e) Not Applicable.

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.

March 17, 2020

/s/ Gregory B. Maffei
Gregory B. Maffei

[Signature Page to GM Amendment No. 2 to Qurate Retail, Inc. 13D]
