

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person MALONE JOHN C <small>(Last) (First) (Middle)</small> 12300 LIBERTY BLVD. <small>(Street)</small> ENGLEWOOD, CO 80112 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol LIBERTY MEDIA CORP [LCAPA] 3. Date of Earliest Transaction (Month/Day/Year) 06/15/2009 4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman of the Board 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
---	---	--

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series A Liberty Capital Common Stock	06/15/2009		F		329 (1)	D	\$ 14.69 (1)	2,659,657	D	
Series A Liberty Capital Common Stock								75,252 (2)	I	By Spouse
Series A Liberty Capital Common Stock								165	I	By Trust (3)
Series A Liberty Capital Common Stock								683 (4)	I	By 401(k) Savings Plan
Series A Liberty Interactive Common Stock	06/15/2009		F		975 (1)	D	\$ 5.68 (1)	2,609,784	D	
Series A Liberty Interactive Common Stock								376,260 (2)	I	By Spouse
Series A Liberty Interactive Common Stock								1,000,825	I	By Trust (3)
Series A Liberty Interactive Common Stock								7,616 (4)	I	By 401(k) Savings Plan
Series A Liberty Entertainment Common Stock	06/15/2009		F		7,223 (1)	D	\$ 24.29 (1)	2,501,808	D	
Series A Liberty Entertainment Common Stock								301,008 (2)	I	By Spouse
Series A Liberty Entertainment Common Stock								660	I	By Trust (3)
Series A Liberty Entertainment Common Stock								1,321 (4)	I	By 401(k) Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MALONE JOHN C 12300 LIBERTY BLVD. ENGLEWOOD, CO 80112	X	X	Chairman of the Board	

Signatures

/s/ John C. Malone 06/17/2009
**Signature of Reporting Person Date

Explanation of Responses:

* 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) The shares disposed of in the transaction were held by the Issuer in connection with the payment of withholding taxes on restricted shares that vested as of June 15, 2009. The price is based on an average of the high and low trading prices on June 15, 2009.

(2) The Reporting Person disclaims beneficial ownership of these shares owned by his spouse.

(3) The Reporting Person is the sole trustee of and, with his spouse, retains a unitrust interest in the trust.

(4) The number of shares represents equivalent shares based on the fair market value of the shares of Series A Liberty Capital common stock, Series A Liberty Interactive common stock and Series A Liberty Entertainment common stock held by the unitized stock fund under the Issuer's 401(k) Savings Plan based on a report from the Plan Administrator dated as of May 30, 2009. The Reporting Person has an interest in the unitized fund, which holds shares of Series A Liberty Capital common stock, Series A Liberty Interactive common stock, Series A Liberty Entertainment common stock and short-term investments.

Remarks:

The trading symbol for the Issuer's Series A Liberty Capital common stock is LCAPA, Series A Liberty Interactive common stock is LINTA and Series A Liberty Entertainment common stock is LMDIA.

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.