FORM	4
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 Pers MALONE JOHN C	2. Issuer Name and Ticker or Trading Symbol LIBERTY MEDIA CORP [LCAPA]					:	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) 12300 LIBERTY BLVD.	3. Date of Earliest Transaction (Month/Day/Year) 06/22/2009						_X_ Director _X_ 10% Owner X_ Officer (give title below)				
(Street) ENGLEWOOD, CO 80112	4. If Amendment, Date Original Filed(Month/Day/Year)					r) -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transac Code (Instr. 8)	ction	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:	Beneficial	
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(instr. 5 and 4)	· · /	Ownership (Instr. 4)	
Series A Liberty Capital Common Stock	06/22/2009		S ⁽¹⁾		3,000	D	\$ 13.276 (2) (3)	2,656,657	D		
Series A Liberty Capital Common Stock								75,252 ⁽⁴⁾	Ι	By Spouse	
Series A Liberty Capital Common Stock								165	Ι	By Trust (5)	
Series A Liberty Capital Common Stock								683 <u>(6)</u>	I	By 401(k) Savings Plan	
Series A Liberty Entertainment Common Stock	06/22/2009		S ⁽¹⁾		18,750	D	\$ 25.566 (7) (3)	2,483,058	D		
Series A Liberty Entertainment Common Stock								301,008 (4)	Ι	By Spouse	
Series A Liberty Entertainment Common Stock								660	Ι	By Trust (5)	
Series A Liberty Entertainment Common Stock								1,321 6	Ι	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

SEC 1474 (9-02)

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

	Code V (A) (I	Date Expiration Date Title	Amount or Number of Shares
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Reporting Owners

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

Signatures

/s/ Craig Troyer, Attorney-in-fact	06/24/2009
**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 5, 2009.
- (2) The price reflects a weighted average of sales made at prices ranging from \$13.04 to \$13.51.
- (3) The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, information regarding the number of shares sold at each separate price.
- (4) The Reporting Person disclaims beneficial ownership of these shares owned by his spouse.
- (5) The Reporting Person is the sole trustee of and, with his spouse, retains a unitrust interest in the trust.
- The number of shares represents equivalent shares based on the fair market value of the shares of Series A Liberty Capital 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 the Issuer's Series A Liberty Capital common stock, Series A Liberty Entertainment common stock, Series A
- Person has an interest in the unitized fund, which holds shares of the Issuer's Series A Liberty Capital common stock, Series A Liberty Entertainment common stock, Series A Liberty Interactive common stock and short-term investments.
- (7) The price reflects a weighted average of sales made at prices ranging from \$25.44 to \$25.76.

Remarks:

The trading symbol for the Issuer's Series A Liberty Capital common stock is LCAPA 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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Charles Y. Tanabe, Maureen Sturgeon, Craig Troyer, and Debra A. Anderssen, signing singly, the undersigned's true and lawful attorney-in-fact to:

1. Execute for and on behalf of the undersigned a Form 4 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; and

2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 4, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is Liberty Media Corporation ("Liberty") assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Act of 1934, and the undersigned agrees to indemnify and hold harmless each of the attorneys-in-fact from any liability or expense based on or arising from any action taken pursuant to this Power of Attorney.

The attorneys-in fact have the right to request that the undersigned provide as soon as possible written confirmation of the transaction and the signing and filing of a Form 4 on behalf of the undersigned.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to File Form 4 with respect to the undersigned's holdings of and transactions in securities issued by Liberty, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22nd day of January, 2007.

/s/ John C. Malone Signature

John C. Malone Print Name