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 Person [*] MALONE JOHN C		LIBERTY MEDIA CORP [LCAPA] 3. Date of Earliest Transaction (Month/Day/Year) 06/29/2009					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> _Director <u>X</u> _10% Owner <u>X</u> _Officer (give title below) <u>Other (specify below)</u> <u>Chairman of the Board</u> 6. Individual or Joint/Group Filing(Check Applicable Line) <u>X</u> _Form filed by One Reporting Person <u>Form filed by More than One Reporting Person</u>			
(Last) (First) 12300 LIBERTY BLVD.										
(Street) ENGLEWOOD, CO 80112										
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqui				ired, 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)	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Beneficial
		(Month/Day/rear)	Code	V	Amount	(A) or (D)	Price	(Inst. 5 and 4)		Ownership (Instr. 4)
Series A Liberty Capital Common Stock	06/29/2009		S ⁽¹⁾		6,250	D	\$ 14.144 (2) (3)	2,647,157	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 (6)	Ι	By 401(k) Savings Plan
Series A Liberty Entertainment Common Stock	06/29/2009		S <u>(1)</u>		18,750	D	\$ 26.815 (7) (3)	2,464,308	D	
Series A Liberty Entertainment Common Stock								301,008 (4)	Ι	By Spouse
Series A Liberty Entertainment Common Stock								660	Ι	By Trust
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.

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

	(<i>e.g.</i> , 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/ John C. Malone	07/01/2009
**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 \$13.805 to \$14.44.
- (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 \$26.38 to \$27.00.

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.