

FORM 4

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

OMB APPROVAL	
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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 * ROSENTHALER ALBERT E			2. Issuer Name and Ticker or Trading Symbol LIBERTY MEDIA CORP [LCAPA]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Senior Vice President		
(Last) 12300 LIBERTY BLVD.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/11/2009					
(Street) ENGLEWOOD, CO 80112			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
(City)	(State)	(Zip)	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	11/11/2009		M		25,640	A	\$ 12.38	44,610	D	
Series A Liberty Capital Common Stock	11/11/2009		M		15,000	A	\$ 11.93	59,610	D	
Series A Liberty Capital Common Stock	11/11/2009		M		7,910	A	\$ 11.27	67,520	D	
Series A Liberty Capital Common Stock	11/11/2009		M		10,560	A	\$ 15.96	78,080	D	
Series A Liberty Capital Common Stock	11/11/2009		M		7,497	A	\$ 17.26	85,577	D	
Series A Liberty Capital Common Stock	11/11/2009		M		3,154	A	\$ 3.57	88,731	D	
Series A Liberty Capital Common Stock	11/11/2009		S		69,761	D	\$ 24.44 (1)	18,970	D	
Series A Liberty Capital Common Stock								880 (2)	I	By 401(k) Savings Plan

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

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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 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
Stock Option (right to buy)	\$ 12.38	11/11/2009		M		25,640		(3)	03/01/2012	Series A Liberty Capital Common Stock	25,640	\$ 0	0	D	

Stock Option (right to buy)	\$ 11.93	11/11/2009		M			15,000	(4)	08/02/2012	Series A Liberty Capital Common Stock	15,000	\$ 0	0	D
Stock Option (right to buy)	\$ 11.27	11/11/2009		M			7,910	(5)	02/28/2013	Series A Liberty Capital Common Stock	7,910	\$ 0	1,132	D
Stock Option (right to buy)	\$ 15.96	11/11/2009		M			10,560	(6)	03/29/2014	Series A Liberty Capital Common Stock	10,560	\$ 0	6,340	D
Stock Option (right to buy)	\$ 17.26	11/11/2009		M			7,497	(7)	12/24/2014	Series A Liberty Capital Common Stock	7,497	\$ 0	9,644	D
Stock Option (right to buy)	\$ 3.57	11/11/2009		M			3,154	(8)	12/16/2015	Series A Liberty Capital Common Stock	3,154	\$ 0	41,004	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSENTHALER ALBERT E 12300 LIBERTY BLVD. ENGLEWOOD, CO 80112			Senior Vice President	

Signatures

/s/ Albert E. Rosenthaler		11/13/2009
<small>Signature of Reporting Person</small>		<small>Date</small>

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 price reflects a weighted average of sales made at prices ranging from \$24.27 to \$24.78. 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.
The number of shares represents equivalent shares based on the fair market value of the shares of Series A Liberty Capital common stock held by the unitized stock fund under the
- (2) Issuer's 401(k) Savings Plan based on a report from the Plan Administrator dated as of October 31, 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 Interactive common stock, Series A Liberty Entertainment common stock and short-term investments.
- (3) The stock option vested as to 25% of the total shares annually over 4 years beginning 03/01/04.
- (4) The stock option vested quarterly in equal amounts over 4 years beginning 11/02/05.
- (5) The stock option vests quarterly in equal amounts over 4 years beginning 05/28/06.
- (6) The stock option vests quarterly in equal amounts over 4 years beginning 06/29/07.
- (7) The stock option vests quarterly in equal amounts over 4 years beginning 03/24/08.
- (8) The stock option vests quarterly in equal amounts over 4 years beginning 03/16/09.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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