

# FORM 4

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

OMB APPROVAL  
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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 <b>TANABE CHARLES Y</b>  <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 <b>LIBERTY MEDIA CORP [LCAPA]</b>  3. Date of Earliest Transaction (Month/Day/Year) 03/09/2011  4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President  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
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**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	03/09/2011		S		10,000	D	\$ 74.5	31,983	D	
Series A Liberty Capital Common Stock								920	I	By 401(k) Savings Plan (U)
Series A Liberty Interactive Common Stock	03/09/2011		M		50,000	A	\$ 2.91	112,819	D	
Series A Liberty Interactive Common Stock	03/09/2011		D		50,000	D	\$ 16.44	62,819	D	
Series A Liberty Interactive Common Stock								8,441	I	By 401(k) Savings Plan (U)
Series A Liberty Starz Common Stock	03/09/2011		M		797	A	\$ 33.72	3,719	D	
Series A Liberty Starz Common Stock	03/09/2011		D		797	D	\$ 77.9 (2)	2,922	D	
Series A Liberty Starz Common Stock	03/09/2011		M		809	A	\$ 36.31	3,731	D	
Series A Liberty Starz Common Stock	03/09/2011		D		809	D	\$ 77.9 (2)	2,922	D	
Series A Liberty Starz Common Stock	03/09/2011		M		2,434	A	\$ 26.03	5,356	D	
Series A Liberty Starz Common Stock	03/09/2011		D		2,434	D	\$ 77.9 (2)	2,922	D	
Series A Liberty Starz Common Stock	03/09/2011		M		1,652	A	\$ 47.7	4,574	D	
Series A Liberty Starz Common Stock	03/09/2011		D		1,652	D	\$ 77.9 (2)	2,922	D	
Series A Liberty Starz Common Stock								525	I	By 401(k) Savings Plan (U)

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	Amount or Number of Shares				
Stock Option (right to buy)	\$ 2.91	03/09/2011		M			50,000	(3)	12/16/2015	Series A Liberty Interactive Common Stock	50,000	\$ 0	241,985	D	
Stock Option (right to buy)	\$ 33.72	03/09/2011		M			797	(3)	03/29/2014	Series A Liberty Starz Common Stock	797	\$ 0	798	D	
Stock Option (right to buy)	\$ 36.31	03/09/2011		M			809	(3)	12/24/2014	Series A Liberty Starz Common Stock	809	\$ 0	3,234	D	
Stock Option (right to buy)	\$ 26.03	03/09/2011		M			2,434	(3)	12/16/2015	Series A Liberty Starz Common Stock	2,434	\$ 0	19,473	D	
Stock Option (right to buy)	\$ 47.7	03/09/2011		M			1,652	(3)	12/17/2016	Series A Liberty Starz Common Stock	1,652	\$ 0	19,819	D	

## Reporting Owners

	Relationships
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Reporting Owner Name / Address	Director	10% Owner	Officer	Other
TANABE CHARLES Y 12300 LIBERTY BLVD. ENGLEWOOD, CO 80112			Executive Vice President	

## Signatures

/s/ Charles Y. Tanabe		03/11/2011
<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 number of shares reported as held in the reporting person's 401(k) is based on a plan statement from the Plan Administrator for the Issuer's 401(k) Savings Plan dated as of February 28, 2011.
- (2) The price reflects a weighted average of sales made at prices ranging from \$77.90 to \$77.91. 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, regarding the number of shares sold at each separate price.
- (3) The options vest quarterly in equal increments over four years.

## Remarks:

The trading symbols for the Issuer's Series A Liberty Capital Common Stock is LCAPA, Series A Liberty Interactive Common Stock is LINTA and Series A Liberty Starz Common Stock is LSTZA.

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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