

**FORM 4**

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

OMB APPROVAL	
OMB Number:	3235-0287
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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 <b>ROMRELL LARRY E</b>			2. Issuer Name and Ticker or Trading Symbol <b>Liberty Interactive Corp [QVCA]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/28/2015</b>			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		
12300 LIBERTY BOULEVARD			4. If Amendment, Date Original Filed (Month/Day/Year)					
(Street)								
ENGLEWOOD, CO 80112								
(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 Interactive Common Stock	05/28/2015		M		2,511	A	\$ 15.85	25,979	D	
Series A Liberty Interactive Common Stock	05/28/2015		F		1,412	D	\$ 28.2	24,567	D	
Series A Liberty Ventures Common Stock	05/28/2015		M		356	A	\$ 19.93	6,958	D	
Series A Liberty Ventures Common Stock	05/28/2015		M		272	A	\$ 11.33	7,230	D	
Series A Liberty Ventures Common Stock	05/28/2015		F		250	D	\$ 40.86	6,980	D	

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 Appreciation Rights	\$ 15.85 (1)	05/28/2015		M		2,511 (1)	(2)	06/01/2015		Series A Liberty Interactive Common Stock	2,511 (1)	\$ 0	0	D	
Stock Appreciation Rights - LVNTA	\$ 11.33 (3)	05/28/2015		M		272 (3)	(2)	06/01/2015		Series A Liberty Ventures Common Stock	272 (3)	\$ 0	0	D	
Stock Appreciation Rights - LVNTA	\$ 19.93 (4)	05/28/2015		M		356 (4)	(2)	06/01/2015		Series A Liberty Ventures Common Stock	356 (4)	\$ 0	0	D	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROMRELL LARRY E 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X			

**Signatures**

/s/ Craig Troyer as Attorney-in-Fact for Larry E. Romrell	06/01/2015
<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) This stock appreciation right ("SAR") was previously reported as a SAR relating to 2,724 shares of Series A Liberty Interactive Common Stock ("QVCA") at an exercise price of \$17.20 per share. In connection with the completion of the reattribution dividend (as described below), all equity awards received (i) an adjustment to the exercise price or base price, as applicable, and number of shares relating to the Original Interactive Award (as so adjusted, an "Adjusted Interactive Award") and (ii) an equity award relating to shares of the corresponding series of Liberty Ventures
- (2) The derivative security is fully vested.
- (3) This SAR was previously reported as a SAR for 134 shares of Series A Liberty Ventures Common Stock ("LVNTA") at an exercise price of \$44.82 per share. On February 27, 2014, the Issuer declared a stock dividend (the "stock dividend"), payable to all holders of record as of 5:00 p.m. (as described in the Remarks section), respectively and, in each case, the anti-dilution provisions of the incentive plan under which this SAR was granted. With respect to the spin-off, the adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.
- (4) This SAR was granted as a result of the reattribution dividend. In connection with the completion of the reattribution dividend, all Original Interactive Awards were adjusted pursuant to the anti-dilution provisions of the incentive plans under which the equity awards were granted, such that

**Remarks:**

On August 27, 2014, the Issuer completed a transaction (the "spin-off") whereby it spun-off its wholly-owned subsidiary Liberty TripAdvisor Holdings, Inc., which was effected by the distribution to each holder of its Liberty Ventures Common Stock off, all equity awards held by the reporting person with respect to the Issuer's Liberty Ventures Common Stock (each an "Original Ventures Award") were adjusted pursuant to the anti-dilution provisions of the incentive plans under which the equity awards were granted, such that the reporting person received (i) an adjustment to the exercise price or base price, as applicable, and number of shares relating to the Original Ventures Award and (ii) an equity award relating to shares of the corresponding series of Liberty Ventures Common Stock under the Securities Exchange Act of 1934, as amended. On October 3, 2014, the Issuer declared a stock dividend (the "reattribution dividend"), payable to all holders of record of QVCA as of 5:00 p.m., New York City time, on October 3, 2014.

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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