FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

instruction 1(b).	Filed pursuant to Sec	tion 16(a) of the	Securities Exchange	e Act of 1934 o	r Secti	ion 30(h) of	the Investm	ent Cor	mpany Act of 1940			
Print or Type Responses) 1. Name and Address of Reporting Person * SHEAN CHRISTOPHER W			er Name and Ticker or 7					4	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) (First) 12300 LIBERTY BLVD.			3. Date of Earliest Transaction (Month/Day/Year) 11/28/2011						X_Officer (give title below) Other (specify below) Senior VP, CFO			
(Street) ENGLEWOOD, CO 80112		4. If Am	endment, Date Original	Filed(Month/Day/Yes	ar)			-	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 Acquired, Disposed of, or Beneficially Owned									
Title of Security Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if any	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	Beneficial	
			(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)		
Series A Liberty Starz Common Stock		11/28/2011		D(1)		5,132	D	<u>(1)</u>	0	D		
Series A Liberty Starz Common Stock		11/28/2011		D(1)		314	D	<u>(1)</u>	0	I	By 401(k) Savings Plan	
Series A Liberty Capital Common Stock		11/28/2011		A ⁽¹⁾		4,522	A	<u>(1)</u>	18,129	D		
Series A Liberty Capital Common Stock		11/28/2011		A ⁽¹⁾		276	A	<u>(1)</u>	4,070 (2)	I	By 401(k) Savings Plan	
Reminder: Report on a separate line for each class of	securities beneficially owned	directly or indirectly										
									information contained in this form are not required to ntly valid OMB control number.	SEC	1474 (9-02)	

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 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if 5. Number of Derivative Securities Acquired (A) or Disposed of (D) 6. Date Exercisable and Expiration Date (Month/Day/Year) 8. Price of Derivative Security (Instr. 5) 11. Nature of Indirect 4. Transaction Code 7. Title and Amount of Underlying 9. Number of Derivative Securities Beneficially Securities (Instr. 3 and 4) orm of (Month/Day/Year) Security (Instr. 3, 4, and 5) Derivative Ownership Owned Following ecurity (Instr. 4) Direct (D) Amount or Number of Reported Transactio (Instr. 4) Exercisable Date (A) Series A Liberty Stock Option (right to (4) D \$ 24.36 11/28/2011 $D^{(3)}$ 510 02/28/2013 510 \$0 0 Starz Common Stock buy) Series A Liberty Stock Option (right to \$ 27.64 11/28/2011 A(3) 449 02/28/2013 449 \$ 0 449 D Capital Common buy) Stock Stock Option (right to Series A Liberty D⁽³⁾ \$ 33.72 11/28/2011 6,760 03/29/2014 \$0 0 D 6,760 buy) Starz Common Stock Series A Liberty Stock Option (right to \$ 38.26 11/28/2011 $A^{(3)}$ 5,957 (4) 03/29/2014 Capital Common 5,957 \$0 5,957 D buy) Stock Stock Option (right to Series A Liberty (5) $D^{(3)}$ D \$ 36 31 11/28/2011 6.856 12/24/2014 6.856 \$ 0 0 Starz Common Stock buy) Series A Liberty Stock Option (right to A(3) \$ 41.2 11/28/2011 6.042 12/24/2014 Capital Common 6.042 \$ 0 6.042 D buy) Stock Stock Option (right to Series A Liberty 11/28/2011 $D^{(3)}$ <u>(5)</u> D \$ 26.03 16,921 12/16/2015 16,921 \$ 0 0 buy) Starz Common Stock Series A Liberty Stock Option (right to \$ 29.54 11/28/2011 $A^{(3)}$ 14,911 (5) 12/16/2015 Capital Common 14,911 \$0 14,911 D buy) Stock Stock Option (right to Series A Liberty \$ 47 7 11/28/2011 $D^{(3)}$ 14 093 (5) 12/17/2016 \$ 0 0 D 14 093 buy) Starz Common Stock Series A Liberty Stock Option (right to A(3) \$ 54.13 12,419 12/17/2016 \$0 D 11/28/2011 Capital Common 12,419 12,419 Stock Series A Liberty Stock Option (right to D(3) \$ 51.21 11/28/2011 56,630 <u>(6)</u> 03/19/2020 56,630 \$ 0 0 D Starz Common Stock Series A Liberty Stock Option (right to A(3) Capital Common \$ 58.11 11/28/2011 49,907 (6) 03/19/2020 49,907 \$ 0 49,907 D buy) Stock

Reporting Owners

Post Con Nove (Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
SHEAN CHRISTOPHER W							
12300 LIBERTY BLVD.			Senior VP, CFO				
ENGLEWOOD, CO 80112							

Signatures

/s/ Pamela L. Coe as Attorney-in-fact for Christopher W. Shean	11/30/2011
**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).
- On November 28, 2011, Liberty Media Corporation ("Liberty") converted all outstanding share of Series A Liberty Starz common stock into shares of its Liberty Capital common stock (the "Conversion"). In the Conversion, (i) each outstanding share of Series A Liberty Starz common stock (1) Series A Liberty Capital common stock and (ii) each outstanding share of Series B Liberty Starz common stock was converted into 0.88129 of a share of Series B Liberty Capital common stock, with cash paid in lieu of the issuance of fractional shares in each case. The Conversion was edirectors in accordance with Article IV, Section A.2(b)(ii) of Liberty's restated certificate of incorporation.

- (2) The number of shares reported as held in the reporting person's 401(k) is based on a statement from the Plan Administrator as of October 31, 2011.
- All outstanding equity awards with respect to Series A Liberty Starz common stock and Series B Liberty Starz common stock subject to the terms and conditions of the corresponding LSTZ equity award in all material respects. The number of shares of Liberty Capital common stock subject to such LCAP equity award by 0.88129. The per share exercise price or per share base price, as applicable, of each LCAP equity award is equal to the per share exercise price or per share base price, respectively, of the LSTZ equity award divided by
- (4) The option is fully vested.
- (5) The option vests quarterly over four years, starting on the date the option was originally granted.
- (6) The option vests in three equal installments on June 30, 2013, June 30, 2014 and December 31, 2015.

Remarks.

In connection with the completion of the Conversion, on November 29, 2011 the trading symbol for Series A Liberty Capital common stock changed from LCAPA to LMCA and the trading symbol for Series B Liberty Capital common s

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.