

LIBERTY MEDIA CORP
Form 3
May 14, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â DIRECTV GROUP INC		(Month/Day/Year)	LIBERTY MEDIA CORP [*]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
2230 EAST IMPERIAL HIGHWAY		05/04/2009	(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
EL SEGUNDO, CA 90245-0956			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIRECTV GROUP INC 2230 EAST IMPERIAL HIGHWAY EL SEGUNDO, CA 90245-0956	X			

Signatures

Larry D. Hunter, Executive Vice President, Legal, Human Resources and Administration,
General Counsel and Secretary

05/14/2009

Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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Remarks:

* The applicable Trading Symbols are LMDIA and LMDIB.

In connection with the Agreement and Plan of Merger, dated as of May 3, 2009, by and among Liberty Entertainment, Inc., The DIRECTV Group, Inc., DIRECTV, DTVG One, Inc. and DTVG Two, Inc., Liberty Media Corporation (collectively, the "Malones") entered into the Voting and Right of First Refusal Agreement, dated as of May 3, 2009, by and among Liberty Entertainment, Inc., The DIRECTV Group, Inc., DIRECTV, Inc., The Evan D. Malone Trust A, The Tracy L. Neal Trust A and The Evan D. Malone Trust A, whereby, among other things, Liberty Entertainment, Inc. granted an irrevocable proxy ("Proxy") to The DIRECTV Group, Inc. to vote all of the shares of Series A Liberty Entertainment common stock, par value \$.01 per share, and Liberty Entertainment common stock, par value \$.01 per share ("LMDIB Shares"), held of record in favor of Liberty Entertainment, Inc. in the Merger Agreement and granted an irrevocable proxy ("Proxy") to The DIRECTV Group, Inc. to vote all of such shares in favor of the Split-Off. By reason of receipt of the Proxy, Liberty Entertainment, Inc. may be deemed to have shared voting power with respect to (and therefore beneficially owned) LMDIB Shares greater than 10% of the LMDIB Shares outstanding.

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.