


Stock Option - LMCA (Right to Buy)	\$ 8.86	10/23/2014		M		996 (2)	(3)	12/16/2015	Series A Common Stock	996	\$ 0	0	D
Stock Option - LMCA (Right to Buy)	\$ 1.07	10/23/2014		M		3,706 (2)	(3)	12/16/2015	Series A Common Stock	3,706	\$ 0	0	D
Stock Option - LMCA (Right to Buy)	\$ 12.35	10/23/2014		M		566 (2)	(3)	12/24/2014	Series A Common Stock	566	\$ 0	0	D
Stock Option - LMCA (Right to Buy)	\$ 5.18	10/23/2014		M		1,609 (2)	(3)	12/24/2014	Series A Common Stock	1,609	\$ 0	0	D
Stock Option - LMCK (Right to Buy)	\$ 8.86	10/23/2014		M		1,992 (2)	(3)	12/16/2015	Series C Common Stock	1,992	\$ 0	0	D
Stock Option - LMCK (Right to Buy)	\$ 1.07	10/23/2014		M		7,412 (2)	(3)	12/16/2015	Series C Common Stock	7,412	\$ 0	0	D
Stock Option - LMCK (Right to Buy)	\$ 12.35	10/23/2014		M		1,132 (2)	(3)	12/24/2014	Series C Common Stock	1,132	\$ 0	0	D
Stock Option - LMCK (Right to Buy)	\$ 5.18	10/23/2014		M		3,218 (2)	(3)	12/24/2014	Series C Common Stock	3,218	\$ 0	0	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNETT ROBERT R 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X			

Signatures

/s/ Pamela L. Coe as Attorney-in-Fact for Robert R. Bennett	10/27/2014
	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 May 7, 2014, the Issuer's board of directors declared a stock dividend, payable to all holders of record as of 5:00 p.m. New York City time on July 7, 2014, of two shares of Series C (1) Common Stock for each outstanding share of Series A Common Stock or Series B Common Stock (the "Transaction"). As a result of the Transaction, the reporting person (i) directly received 1,463,826 shares of Series C Common Stock, and (ii) indirectly received 43,170 shares of Series C Common Stock through his interest in Hilltop Investments, LLC.

In connection with the Transaction, all equity awards held by the reporting person with respect to Series A and Series B Common Stock (each an "Original 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 (ii) an equity award relating to shares of Series C Common Stock. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.

(3) The derivative security is fully vested.

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Richard N. Baer, Craig Troyer, Pamela L. Coe, and Ruth M. Huff, signing singly, as the undersigned's true and lawful attorney-in-fact to:

1. Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
2. Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Liberty Media Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of the Company;
3. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the SEC and any stock exchange or similar authority; and
4. Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Act of 1934, and the undersigned agrees to indemnify and hold harmless each of the attorneys-in-fact from any liability or expense based on or arising from any action taken pursuant to this Power of Attorney.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of January, 2013.

/s/ Robert R. Bennett

Signature