

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

| | | | | | | | | |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* MAFFEI GREGORY B | | | 2. Issuer Name and Ticker or Trading Symbol Liberty Media Corp [LSXMA] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President, CEO | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/08/2020 | | | 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 C Liberty SiriusXM Common Stock | 06/08/2020 | | A | | 209,290 | A | (1) | \$ 0 (1) | 3,294,703 | D | |
| Series C Liberty SiriusXM Common Stock | | | | | | | | 38,683 (2) | | I | By 401(k) Savings Plan |
| Series C Liberty SiriusXM Common Stock | | | | | | | | 383,378 | | I | Maven 2017 - 2 GRAT (3) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently 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 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 |
| Restricted Stock Units-LSXMK (4) | (5) | 06/08/2020 | | A | | 229 | | 06/17/2020 | 06/17/2020 | Series C Liberty SiriusXM Common Stock | 229 | \$ 0 | 229 | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| MAFFEI GREGORY B 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112 | X | | President, CEO | |

Signatures

| | |
|--|------------|
| /s/ Craig Troyer as Attorney-in-Fact for Gregory B. Maffei | 06/10/2020 |
| 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).
Represents an award of restricted stock which will fully vest on June 17, 2020. In connection with the Issuer's recently completed rights offering to purchase shares of Series C Liberty SiriusXM common stock ("LSXMK"), holders of stock options relating to shares of Series A or Series C Liberty SiriusXM common stock received a grant of restricted shares of LSXMK to account for the impact on the value of the common stock underlying these options. These grants of restricted shares were approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.
- (1) The number of shares reported as held in the reporting person's 401(k) is based on a statement from the Plan Administrator dated as of May 31, 2020.
- (2) The reporting person is the sole trustee of the grantor retained annuity trust, for the benefit of himself, his spouse and his children.
Represents an award of restricted stock units which will fully vest on June 17, 2020. In connection with the Issuer's recently completed rights offering to purchase shares of LSXMK, holders of restricted stock units relating to shares of Series A or Series C Liberty SiriusXM common stock received a grant of restricted stock units with respect to LSXMK to account for the impact on the value of the common stock underlying these restricted stock units. These grants of restricted stock units were approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.
- (3) Each restricted stock unit represents a contingent right to receive one share of Series C Liberty SiriusXM common stock.

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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