

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G
(Amendment No. 2)

Under the Securities Exchange Act of 1934

Liberty Media Corporation
(Name of Issuer)

Series A common stock, par value \$0.01
(Title of Class of Securities)

531229102
(CUSIP Number)

December 31, 2015
(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which the Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or of

CUSIP No. 531229102

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
D. E. Shaw Kalon Portfolios, L.L.C.
27-1490745
 2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
(a)
(b)
 3. **SEC Use Only**
 4. **Citizenship or Place of Organization**
Delaware
-

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
D. E. Shaw Heliant Manager, L.L.C.
27-1289787
2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
(a)
(b)
3. **SEC Use Only**
4. **Citizenship or Place of Organization**
Delaware

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

- | | |
|----|---------------------------------|
| 5. | Sole Voting Power |
| | -0- |
| 6. | Shared Voting Power |
| | 4,711,234 |
| 7. | Sole Dispositive Power |
| | -0- |
| 8. | Shared Dispositive Power |
| | 4,711,234 |

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
~~4,711,234~~

10. **Check if Mega**



CUSIP No. 531229102

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
D. E. Shaw & Co., L.L.C.
13-3799946
2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
(a)
(b)
3. **SEC Use Only**
4. **Citizenship or Place of Organization**
Delaware

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

- | | |
|----|---------------------------------|
| 5. | Sole Voting Power |
| | -0- |
| 6. | Shared Voting Power |
| | 4,758,154 |
| 7. | Sole Dispositive Power |
| | -0- |
| 8. | Shared Dispositive Power |
| | 4,758,154 |

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
4,758,154
 10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**
 11. **Percent of Class Represented by Amount in Row (9)**
4.7%
 12. **Type of Reporting Person (See Instructions)**
OO
-

CUSIP No. 531229102

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
David E. Shaw
2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
(a)
(b)
3. **SEC Use Only**
4. **Citizenship or Place of Organization**
United States

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

- | | |
|-----------|---------------------------------|
| 5. | Sole Voting Power |
| | -0- |
| 6. | Shared Voting Power |
| | 5,092,978 |
| 7. | Sole Dispositive Power |
| | -0- |
| 8. | Shared Dispositive Power |
| | 5,092,978 |

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
5,092,978
 10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**
 11. **Percent of Class Represented by Amount in Row (9)**
5.0%
 12. **Type of Reporting Person (See Instructions)**
IN
-

Item 1.

(a)

Name of Issuer

Liberty

D. E. Shaw Heliant Adviser, L.L.C.: 4,711,234 shares
 This is composed of (i) 4,340,634 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) exposure to 370,000 shares through derivative instruments in the name of D. E. Shaw Kalon Portfolios, L.L.C., and (iii) 600 shares in the name of D. E. Shaw Heliant Capital, L.L.C.

D. E. Shaw & Co., L.L.C.: 4,758,154 shares
 This is composed of (i) 4,710,634 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) exposure to 370,000 shares through derivative instruments in the name of D. E. Shaw Kalon Portfolios, L.L.C., (iii) 46,855 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., (iv) 600 shares in the name of D. E. Shaw Heliant Capital, L.L.C., and (v) 65 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C.

D. E. Shaw & Co., L.P.: 5,092,978 shares
 This is composed of (i) 4,710,634 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) exposure to 370,000 shares through derivative instruments in the name of D. E. Shaw Kalon Portfolios, L.L.C., (iii) 334,524 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., (iv) 46,855 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., (v) 600 shares in the name of D. E. Shaw Heliant Capital, L.L.C., (vi) 65 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C., and (vii) 300 shares under the management of D. E. Shaw Investment Management, L.L.C.

David E. Shaw: 5,092,978 shares
 This is composed of (i) 4,710,634 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) exposure to 370,000 shares through derivative instruments in the name of D. E. Shaw Kalon Portfolios, L.L.C., (iii) 334,524 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., (iv) 46,855 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., (v) 600 shares in the name of D. E. Shaw Heliant Capital, L.L.C., (vi) 65 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C., and (vii) 300 shares under the management of D. E. Shaw Investment Management, L.L.C.

(b) Percent of class:

D. E. Shaw Kalon Portfolios, L.L.C.:	4.6%
D. E. Shaw Heliant Manager, L.L.C.:	4.6%
D. E. Shaw Heliant Adviser, L.L.C.:	4.6%
D. E. Shaw & Co., L.L.C.:	4.7%
D. E. Shaw & Co., L.P.:	5.0%
David E. Shaw:	5.0%

(c) Number of shares to which the person has:

(i) Sole power to vote or to direct the vote:

D. E. Shaw Kalon Portfolios, L.L.C.:	-0- shares
D. E. Shaw Heliant Manager, L.L.C.:	-0- shares
D. E. Shaw Heliant Adviser, L.L.C.:	-0- shares
D. E. Shaw & Co., L.L.C.:	-0- shares
D. E. Shaw & Co., L.P.:	-0- shares
David E. Shaw:	-0- shares

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct. Powers of Attorney, dated December 16, 2014, granted by David E. Shaw in favor of Nathan Thomas, are attached hereto.

Dated: February 16, 2016

D. E. Shaw Kalon Portfolios, L.L.C.

By: /s/ Nathan Thomas
Nathan Thomas
Authorized Signatory

D. E. Shaw Heliant Manager, L.L.C.

By: /s/ Nathan Thomas
Nathan Thomas
Authorized Signatory

D. E. Shaw Heliant Adviser, L.L.C.

By: /s/ Nathan Thomas
Nathan Thomas
Chief Compliance Officer

D. E. Shaw & Co., L.L.C.

By: /s/ Nathan Thomas
Nathan Thomas
Authorized Signatory

D. E. Shaw & Co., L.P.

By: /s/ Nathan Thomas
Nathan Thomas
Chief Compliance Officer

David E. Shaw

By: /s/ Nathan Thomas
Nathan Thomas
Attorney-in-Fact for David E. Shaw

Exhibit 1

POWER OF ATTORNEY
FOR CERTAIN REGULATORY FILINGS
INCLUDING CERTAIN FILINGS
UNDER THE SECURITIES EXCHANGE ACT OF 1934
AND THE INVESTMENT ADVISERS ACT OF 1940

I, David E. Shaw, hereby make, constitute, and appoint each of:

Anne Dinning,

Julius Gaudio,

John Liftin,

Maximilian St **aff**
