



**Table of Contents**

Part I – Financial Information

<a href="#">Item 1. Financial Statements</a>	
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Condensed Consolidated Balance Sheets (unaudited)</a>	I-3
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Condensed Consolidated Statements of Operations (unaudited)</a>	I-5
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Condensed Consolidated Statements of Comprehensive Earnings (Loss) (unaudited)</a>	I-7
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Condensed Consolidated Statements of Cash Flows (unaudited)</a>	I-8
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Condensed Consolidated Statements of Equity (unaudited)</a>	I-9
<a href="#">LIBERTY MEDIA CORPORATION AND SUBSIDIARIES Notes to Condensed Consolidated Financial Statements (unaudited)</a>	I-13
<a href="#">Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</a>	I-43
<a href="#">Item 3. Quantitative and Qualitative Disclosures about Market Risk</a>	I-63
<a href="#">Item 4. Controls and Procedures</a>	I-64

Part II — Other Information

<a href="#">Item 1. Legal Proceedings</a>	II-1
<a href="#">Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</a>	II-2
<a href="#">Item 6. Exhibits</a>	II-2
<a href="#">SIGNATURES</a>	II-4



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Condensed Consolidated Balance Sheets (Continued)**

(unaudited)

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
	amounts in millions, except share amounts	
Stockholders' equity:		
Preferred stock, \$.01 par value. Authorized 50,000,000 shares; no shares issued	—	—
Series A Liberty SiriusXM common stock, \$.01 par value. Authorized 2,000,000,000 shares; issued and outstanding 102,943,929 shares at September 30, 2019 and 102,809,736 shares at December 31, 2018 (note 2)	1	1
Series A Liberty Braves common stock, \$.01 par value. Authorized 200,000,000 shares; issued and outstanding 10,268,578 shares at September 30, 2019 and 10,244,591 shares at December 31, 2018 (note 2)	—	—
Series A Liberty Formula One common stock, \$.01 par value. Authorized 500,000,000 shares; issued and outstanding 25,714,464 shares at September 30, 2019 and 25,675,346 shares at December 31, 2018 (note 2)	—	—
Series B Liberty SiriusXM common stock, \$.01 par value. Authorized 75,000,000 shares; issued and outstanding 9,810,777 shares at September 30, 2019 and 9,821,531 at December 31, 2018 (note 2)	—	—
Series B Liberty Braves common stock, \$.01 par value. Authorized 7,500,000 shares; issued and outstanding 981,860 shares at September 30, 2019 and December 31, 2018 (note 2)	—	—
Series B Liberty Formula One common stock, \$.01 par value. Authorized 18,750,000 shares; issued and outstanding 2,449,006 shares at September 30, 2019 and 2,453,485 shares at December 31, 2018 (note 2)	—	—
Series C Liberty SiriusXM common stock, \$.01 par value. Authorized 2,000,000,000 shares; issued and outstanding 203,862,820 shares at September 30, 2019 and 213,130,922 shares at December 31, 2018 (note 2)	2	2
Series C Liberty Braves common stock, \$.01 par value. Authorized 200,000,000 shares; issued and outstanding 39,803,452 shares at September 30, 2019 and 39,740,215 shares at December 31, 2018 (note 2)	—	—
Series C Liberty Formula One common stock, \$.01 par value. Authorized 500,000,000 shares; issued and outstanding 203,046,842 shares at September 30, 2019 and 202,887,872 shares at December 31, 2018 (note 2)	2	2
Additional paid-in capital	2,780	2,984
Accumulated other comprehensive earnings (loss), net of taxes	(61)	(38)
Retained earnings	13,793	13,644
Total stockholders' equity	<u>16,517</u>	<u>16,595</u>
Noncontrolling interests in equity of subsidiaries	5,661	5,103
Total equity	<u>22,178</u>	<u>21,698</u>
Commitments and contingencies (note 11)		
Total liabilities and equity	<u>\$ 43,645</u>	<u>40,828</u>

See accompanying notes to condensed consolidated financial statements.





\_\_\_\_\_

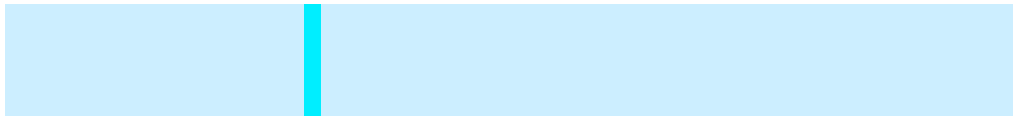
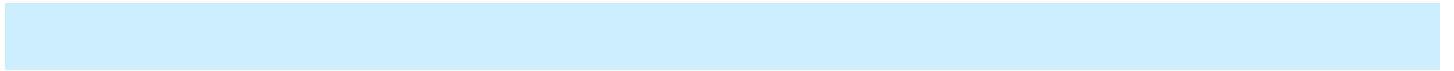
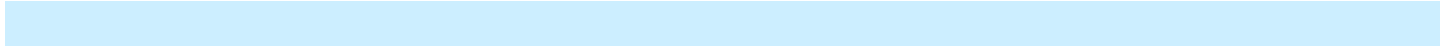
\_\_\_\_\_



\_\_\_\_\_













**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Notes to Condensed Consolidated Financial Statements**

**(unaudited)**

**(1) Basis of Presentation**

The accompanying condensed consolidated financial statements include all the accounts of Liberty Media Corporation and its controlled subsidiaries ("Liberty," the "Company," "we," "us," or "our" unless the context otherwise requires). All significant intercompany accounts and transactions have been eliminated.

Liberty, through its ownership of interests in subsidiaries and other companies, is primarily engaged in the media, communications and entertainment industries globally. Liberty's significant subsidiaries include SIRIUS XM Holdings Inc. ("SIRIUS XM Holdings"), Delta Topco Limited (the parent company of Formula 1) ("Delta Topco") and Braves Holdings, LLC ("Braves Holdings"). Our most significant investment accounted for under the equity method is Live Nation Entertainment, Inc. ("Live Nation").

The bsidi

**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Notes to Condensed Consolidated Financial Statements (Continued)**

**(unaudited)**

The Reorganization Agreements provide for, among other things, provisions governing the relationships between Liberty and the applicable counterparty, including certain cross-indemnities. Pursuant to the Services Agreements, Liberty provides the applicable counterparty with general and adminc%



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

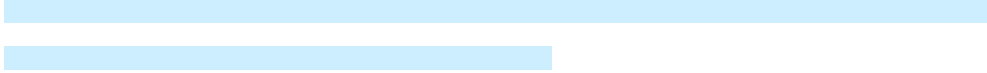
The table below shows the value of the consideration paid in connection with the acq







**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**





**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
 (unaudited)

	Series A			Series C				
	Liberty Awards (000's)	WAEP	Weighted average remaining life	Aggregate intrinsic value (millions)	Liberty Awards (000's)	WAEP	Weighted average remaining life	Aggregate intrinsic value (millions)
Outstanding at January 1, 2019	360	\$ 11.71			6,684	\$ 26.92		
Granted	—	\$ —			2,231	\$ 33.94		
Exercised	(65)	\$ 11.85			(408)	\$ 31.67		
Forfeited/Cancelled	—	\$ —			(86)	\$ 19.26		
Outstanding at September 30, 2019	<u>295</u>	\$ 11.68	0.2 years	\$ 8	<u>8,421</u>	\$ 28.64	4.6 years	\$ 109
Exercisable at September 30, 2019	<u>295</u>	\$ 11.68	0.2 years	\$ 8	<u>5,983</u>	\$ 28.53	4.3 years	\$ 78

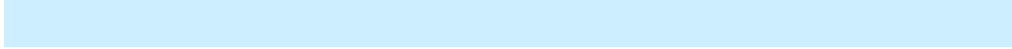
As of September 30, 2019, the total unrecognized compensation cost related to unvested Awards was approximately \$9 million. Such amount will be recognized in the Company's condensed consolidated statements of operations over a weighted average period of approximately 1.6 years.

As of September 30, 2019, Liberty reserved 12.5 million, 1.3 million and 8.7 million shares of Series A and Series C common stock of Liberty SiriusXM, Liberty Braves and Liberty Formula One, respectively, for issuance under exercise privileges of outstanding stock Awards.

**SMM**



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**



LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Liberty's assets and liabilities measured at fair value are as follows:

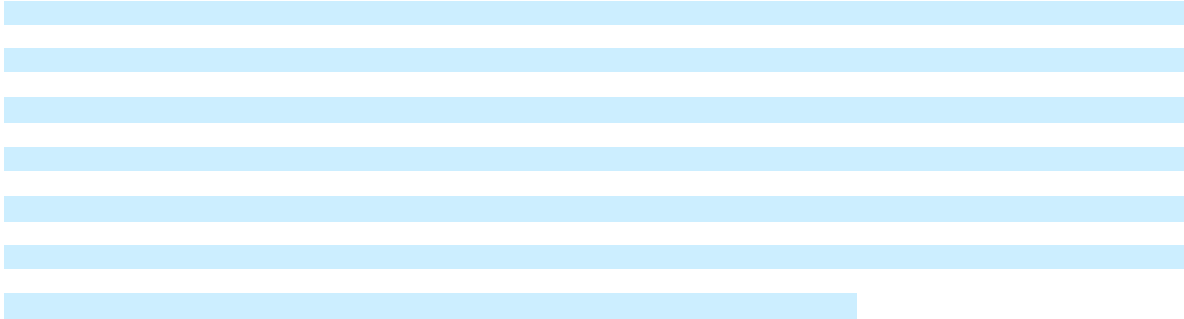
Description	Fair Value Measurements at September 30, 2019			Fair Value Measurements at December 31, 2018		
	Total	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Total	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)
	amounts in millions					
Cash equivalents	\$ 450	450	—	231	231	—
Debt and equity securities	\$ 386	288	98	1,195	228	967
Financial instrument assets	\$ 389	28	361	280	21	259
Debt	\$ 2,812	—	2,812	2,487	—	2,487

The majority of Liberty's Level 2 financial instruments are debt related instruments and derivative instruments. The Company notes that these assets and liabilities are not always traded publicly or not considered to be traded on "active markets," as defined in GAAP. The fair values for such instruments are derived from a typical model using observable market data as the significant inputs or a trading price of a similar asset or liability is utilized. Accordingly, those debt securities, financial instruments and debt or debt related instruments are reported in the foregoing table as Level 2 fair value. Debt and equity securities and financial instrument assets classified as Level 1 and Level 2 in the table above are included in the Other assets line item in the condensed consolidated balance sheets.

Realized and Unrealized Gains (Losses) on Financial Instruments, net

Realized


**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**



The table consists of eight horizontal blue bars of varying lengths, stacked vertically. The bars represent redacted content, likely a table of contents or a list of items. The bars are uniform in color and are positioned in the upper left quadrant of the page.



## LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

## Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

The following table presents the Company's share of earnings (losses) of affiliates:

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2019	2018	2019	2018
amounts in millions				
<b>Liberty SiriusXM Group</b>				
SIRIUS XM Canada	\$ —	1	2	1
Other	(7)	(3)	(20)	(3)
Total Liberty SiriusXM Group	(7)	(2)	(18)	(2)
<b>Braves Group</b>				
Other	4	2	13	8
Total Braves Group	4	2	13	8
<b>Formula One Group</b>				
Live Nation	54	54	61	57
Other	4	4	13	9
Total Formula One Group	58	58	74	66
Consolidated Liberty	\$ 55	58	69	72

**SIRIUS XM Canada**

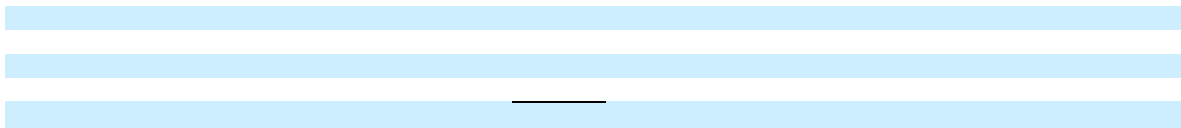
As of September 30, 2019, SIRIUS XM Holdings holds a 70% equity interest and 33% voting interest in SIRIUS XM Canada Holdings Inc. ("SIRIUS XM Canada"), with the remainder of SIRIUS XM Holdings' voting and equity interests held by two shareholders. SIRIUS XM Holdings owns approximately 591 million shares of preferred

**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

---

A table with redacted content, indicated by light blue bars. The table has a header row and a data row with multiple columns.

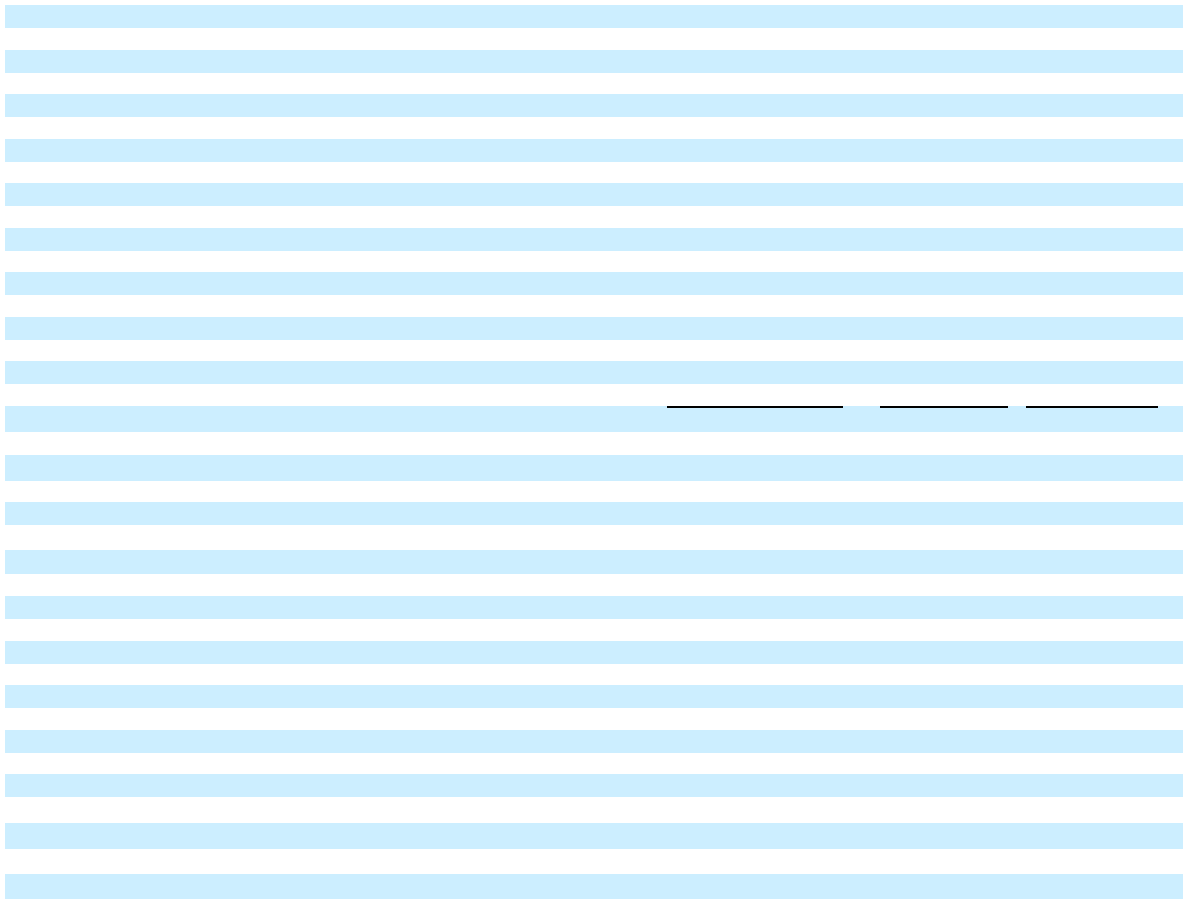
---

A table with redacted content, indicated by light blue bars. The table has a header row and a data row with multiple columns.

**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

---

---



**LIBERTY MEDIA CGCIA CD**



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

elect to settle its delivery obligation under the Warrant Transactions with cash. Libert5





**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Notes to Condensed Consolidated Financial Statements (Continued)**

(unaudited)

**Formula 1 Loans**

On August 3, 2017, Formula 1 increased the amount outstanding under a first lien term loan denominated in U.S. Dollars (the “Senior Loan Facility”) from \$3.1 billion to \$3.3 billion and extended its maturity to February 2024. In addition, on August 3, 2017, the revolving credit facility under the Senior Loan Facility was increased from \$75 million to \$500 million.

On January 31, 2018, Formula 1 refinanced the Senior Loan Facility. As part of the refinancing, Formula 1 repaid \$400 million of the Senior Loan Facility, reducing the amount outstanding to \$2.9 billion. The repayment was funded through borrowings of \$250 million under the revolving credit facility and \$150 million of cash on hand. The interest rate on the Senior Loan Facility was reduced to LIBOR plus 2.5% per annum. On May 23, 2019, Formula 1 refinanced the revolving credit facility, reducing the pricing grid by 25 basis points, and in combination with leverage reduction, the applicable interest rate is LIBOR plus 2.0% per annum. The revolving credit facility matures on May 31, 2024, unless the Senior Loan Facility is outstanding, in which case the revolving credit facility matures on November 3, 2023. As of September 30, 2019, the amount outstanding on the Senior Loan Facility was \$2.9 billion and the revolving credit facility was \$500 million. The interest rate on the Senior Loan Facility was LIBOR plus 2.5% per annum and the revolving credit facility was LIBOR plus 2.0% per annum.

**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

***Fair Value of Debt***

The fair value, based on quoted market prices of the same instruments but not considered to be active markets (Level 2), of SIRIUS XM Holdings' publicly traded debt securities, not reported at fair value, are as follows (amounts in millions):

	<u>September 30, 2019</u>
SIRIUS XM 3.875% Senior Notes due 2022	\$ 1,016
SIRIUS XM 4.625% Senior Notes due 2023	\$ 509
SIRIUS XM 4.625% Senior Notes due 2024	\$ 1,558
SIRIUS XM 5.375% Senior Notes due 2025	\$ 1,038
SIRIUS XM 5.375% Senior Notes due 2026	\$ 1,048
SIRIUS XM 5.0% Senior Notes due 2027	\$ 1,553
SIRIUS XM 5.50% Senior Notes due 2029	\$ 1,333
Pandora 1.75% Senior Notes due 2020	\$ 1
Pandora 1.75% Senior Notes due 2023	\$ 226

Due to the variable rate nature of the Credit Facility, margin loans and other debt the Company believes that the carrying amount approximates fair value at September 30, 2019.

**(10) Leases**

**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

The effect of the adoption on our consolidated balance sheets as of January 1, 2019 for the adoption of ASC 842 is as follows:

	Balance at December 31, 2018	Adjustments due to ASC 842	Balance at January 1, 2019
in millions			
<i>A</i>			
Other current assets	\$ 360	(2)	358
Property and equipment, at cost	\$ 3,765	(371)	3,394
Accumulated depreciation	\$ (1,296)	15	(1,281)
Other assets	\$ 1,861	396	2,257
Other current liabilities	\$ 49	32	81
Long-term debt	\$ 13,371	(1)	13,370
Other long-term liabilities	\$ 864	9	873
Retained earnings	\$ 13,644	(2)	13,642

The Company and its subsidiaries lease a baseball stadium and facilities, business offices, satellite transponders and equipment. Operating lease right-of-use assets and operating lease liabilities are recognized based on the present value of the future lease payments using our incremental borrowing rate at the commencement date of the lease.

Our leases have remaining lease terms of 1 year to 40 years, some of which may include the option to extend for up to 10 years, and some of which include options to terminate the leases within 1 year.

Braves Holdings' baseball stadium was historically accounted for as a financing obligation under the build-to-suit lease guidance. The transition guidance for a build-to-suit lease arrangement requires the lessee to derecognize the assets and liabilities that were recognized solely as a result of a transaction's build-to-suit designation under the previous accounting guidance, with any difference recorded as an adjustment to equity as of the adoption date. Braves Holdings then applied the general lessee guidance under the new standard to the baseball stadium lease, including classifying it as a finance lease, and recorded a right-of-use asset and lease liability on the balance sheet, which has been initially measured at the present value of the lease payments.



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Notes to Condensed Consolidated Financial Statements (Continued)**

(unaudited)

Future minimum payments under noncancelable operating leases and finance leases with initial terms of one year or more at September 30, 2019 consisted of the following:

	Finance leases	Operating leases
	in millions	
Remainder of 2019	\$ 4	14
2020	10	81
2021	10	69
2022	9	65
2023	9	62
Thereafter	174	351
Total lease payments	216	642
Less: implied interest	89	143
Present value of lease liabilities	\$ 127	499

**(11) Commitments and Contingencies**

*Guarantees*

In connection with agreements for the sale of assets by the Company or its subsidiaries, the Company may retain liabilities that relate to events occurring prior to its sale, such as tax, environmental, litigation and employment matters. The Company generally indemnifies the purchaser in the event that a third party asserts a claim against the purchaser that relates to a liability retained by the Company. These types of indemnification obligations may extend for a number of years. The Company is unable to estimate the maximum potential liability for these types of indemnification obligations as the sale agreements may not specify a maximum amount and the amounts are dependent upon the outcome of future contingent events, the nature and likelihood of which can



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**

**Notes to Condensed Consolidated Financial Statements (Continued)**

**(unaudited)**

recordings to avail itself of this federal preemption defense. Based on the federal preemption contained in the MMA (along with other considerations), Pandora asked the Ninth Circuit to order the dismissal of the case. On October 1, 2014, the Ninth Circuit granted Pandora's motion for summary judgment and dismissed the case.

## LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

## Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

significant accounting policies of the segments are the same as those described in the Company's summary of significant policies in the Company's annual financial statements filed on Form 10-K.

**Performance Measures**

The following table disaggregates revenue by segment and by source:

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
amounts in millions				
Liberty SiriusXM Group				
SIRIUS XM Holdings:				
Subscriber	\$ 1,556	1,341	4,551	3,903
Advertising	366	46	933	135
Equipment	45	41	127	113
Other	44	40	121	124
Total Liberty SiriusXM Group	2,011	1,468	5,732	4,275
Braves Group				
Corporate and other:				
Baseball	203	190	415	382
Development	9	10	27	28
Total Braves Group	212	200	442	410
Formula One Group				
Formula 1:				
Primary	553	560	1,282	1,136
Other	80	87	217	210
Total Formula One Group	633	647	1,499	1,346
Consolidated Liberty	\$ 2,856	2,315	7,673	6,031

Our subsidiaries' customers generally pay for services in advance of the performance obligation and therefore these prepayments are recorded as deferred revenue. The deferred revenue is recognized as revenue in our unaudited condensed consolidated statement of operations as the services are provided. Changes in the contract liability balance for SIRIUS XM Holdings during the three months ended September 30, 2019 were not materially impacted by other factors. The opening and closing balances for our deferred revenue related to Formula 1 and Braves Holdings for the nine months ended September 30, 2019 were approximately \$154 million and \$297 million, respectively. The primary cause for the increase related to the receipt of cash from our customers in advance of satisfying our performance obligations.

Significant portions of the transaction prices for Formula 1 and Braves Holdings are related to undelivered performance obligations that are under contract as of



**LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**  
**Notes to Condensed Consolidated Financial Statements (Continued)**  
**(unaudited)**

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Other Information

	September 30, 2019		
	Total assets	Investments in affiliates	Capital expenditures
	amounts in millions		
Liberty SiriusXM Group			
SIRIUS XM Holdings	\$ 30,804	638	239
Corporate and other	200	—	—
Total Liberty SiriusXM Group	<u>31,004</u>	<u>638</u>	<u>239</u>
Braves Group			
Corporate and other	1,594	104	72
Total Braves Group	<u>1,594</u>	<u>104</u>	<u>72</u>
Formula One Group			
Formula 1	9,136	—	13
Corporate and other	2,225	956	14
Total Formula One Group	<u>11,361</u>	<u>956</u>	<u>27</u>
Elimination (1)	(314)	—	—
Consolidated Liberty	<u>\$ 43,645</u>	<u>1,698</u>	<u>338</u>

(1) This is primarily the intergroup interest in the Braves Group held by the Formula One Group, as discussed in note 2. The intergroup interest attributable to the Formula One Group is presented as an asset and the intergroup interest attributable to the Braves Group is presented as a liability in the attributed financial statements and the offsetting amounts between tracking stock groups are eliminated in consolidation.

The following table provides a reconciliation of Adjusted OIBDA to Operating income (loss) and Earnings (loss) before income taxes:

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2019	2018	2019	2018
	amounts in millions			
Adjusted OIBDA	\$ 854	811	2,283	2,027
Legal settlement (note 11)	—	—	(25)	(69)
Stock-based compensation	(76)	(46)	(217)	(145)
Acquisition and other related costs (note 3)	—	—	(83)	—
Depreciation and amortization	(271)	(234)	(790)	(681)
Operating income (loss)	<u>507</u>	<u>531</u>	<u>1,168</u>	<u>1,132</u>
Interest expense	(169)	(150)	(495)	(453)
Share of earnings (losses) of affiliates, net	55	58	69	72
Realized and unrealized gains (losses) on financial instruments, net	14	(31)	(171)	180
Other, net	(47)	10	(18)	37
Earnings (loss) before income taxes	<u>\$ 360</u>	<u>418</u>	<u>553</u>	<u>968</u>







**Results of Operations—Consolidated**

*General.* We provide in the tables below information regarding our consolidated operating results and other income and expense, as well as information regarding the contribution to those items from our reportable segments. The "Corporate and other" category consists of those assets or businesses which do not qualify as a separate reportable segment. For a more detailed discussion and analysis of the financial results of our principal reportable segment see "Results of Operations—Businesses" below.

**Consolidated Operating Results**

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
amounts in millions				
<b>Revenue</b>				
Liberty SiriusXM Group				
SIRIUS XM Holdings	\$ 2,011	1,468	5,732	4,275
Total Liberty SiriusXM Group	2,011	1,468	5,732	4,275
Braves Group				
Corporate and other	212	200	442	410
Total Braves Group	212	200	442	410
Formula One Group				
Formula 1	633	647	1,499	1,346
Total Formula One Group	633	647	1,499	1,346
Consolidated Liberty	\$ 2,856	2,315	7,673	6,031
<b>Operating Income (Loss)</b>				
Liberty SiriusXM Group				
SIRIUS XM Holdings	\$ 459	465	1,196	1,217
Corporate and other	(5)	(10)	(22)	(33)
Total Liberty SiriusXM Group	454	455	1,174	1,184
Braves Group				
Corporate and other	21	45	6	29
Total Braves Group	21	45	6	29
Formula One Group				
Formula 1	44	39	23	(56)
Corporate and other	(12)	(8)	(35)	(25)
Total Formula One Group	32			

*Revenue.*





**Other Income and Expense**

Components of Other Income (Expense) are presented in the table bo



**Income taxes.** The Company's effective tax rate was 27.2% and 40.9% for the three and nine months ended September 30, 2019, respectively, and 12.4% and 13.8% for the three and nine months ended September 30, 2018, respectively. For the three months ended September 30, 2019, the Company recognized additional tax expense due to the effect of state income taxes and changes in our valuation allowance, partially offset by deductible stock-based compensation, the effect of foreign income taxed at rates lower than the U.S. federal income tax rate of 21% and federal income tax credits. For the nine months ended September 30, 2019, the Company recognized additional tax expense due to a change in the effective state tax rate used to measure deferred taxes and changes in our valuation allowance, primarily as a result of the acquisition of Pandora discussed in note 3 of the accompanying condensed consolidated financial statements, and the effect of state income taxes, partially offset by deductible stock-based compensation, the effect of foreign income taxed at rates lower than the U.S. federal income tax rate of 21% and federal income tax credits. The effective tax rate for the three months ended September 30, 2018 was lower than the U.S. federal income tax rate of 21% due to a benefit related to state research and development tax credits and deductible stock-based compensation, partially offset by changes in the valuation allowance. The effective tax rate for the nine months ended September 30, 2018 was lower than the U.S. federal income tax rate of 21% due to deductible stock-based compensation, a benefit related to state research and development tax credits, and the resolution of historical matters with various tax authorities, partially offset by changes in the valuation allowance.

**Net earnings.** We had net earnings of \$262 million and \$327 million for the three and nine months ended September 30, 2019, respectively, and net earnings of \$366 million and \$834 million for the three and nine months ended September 30, 2019 and 2018, respectively. The changes in net earnings and losses were the result of the above-described fluctuations in our revenue, expenses and other gains and losses.

#### **Material Changes in Financial Condition**

As of September 30, 2019, substantially all of our cash and cash equivalents were invested in U.S. Treasury securities, securities of other government agencies, AAA rated money market funds and other highly rated financial and corporate debt instruments.

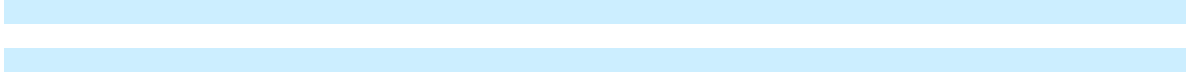
The following are potential sources of liquidity: available cash balances, cash generated by the operating activities of our subsidiaries (to the extent such cash exceeds the working capital needs of the subsidiaries and is not otherwise restricted), proceeds from asset sales, monetization of our public investment portfolio (including derivatives), debt borrowings and equity issuances, and dividend and interest receipts. As of September 30, 2019, Liberty had \$386 million of unencumbered marketable equity securities.

Liberty does not have a debt rating.

	<hr/>
	<hr/>
	<hr/>
	<hr/>
	<hr/>
	<hr/>
	<hr/>


SIRIUS XM Holdings' primary uses of cash were the repurchase and retirement of outstanding SIRIUS XM Holdings common stock, repayment of long-term debt, additions to property and equipment and dividends paid to stockholders. The SIRIUS XM Holdings uses of cash were funded by cash provided by operating activities, cash received from the acquisition of Pandora and borrowings of debt. During the nine monthon





includes actual results for the period from the acquisition date to September 30, 2019.

includes revenue share and royalties, programming and content costs, customer service and billing expenses and other ancillary costs associated with providing the satellite radio service.

include royalties for transmitting content, including streaming royalties, as well as automaker, content provider and advertising revenue share. Revenue share and royalties increased 4% and 8% for the three and nine months ended September 30, 2019. (9)







Please

---

September 30, 2019, as compared to the corresponding period in the prior year due to one less Event in the current period and the impact of the renewal terms of one contract. Race promotion fees decreased during the nine months ended September 30, 2019, as compared to the corresponding period in the prior year due to the financial terms of two agreements and the adverse impact of weaker prevailing foreign currency exchange rates used to translate fees that were not denominated in U.S. Dollars, partially offset by contractual rate increases at a number of Events. Advertising and sponsorship revenue increased during the three and nine months ended September 30, 2019, as compared to the corresponding periods in the prior year due to revenue from new contracts.

is generated from miscellaneous and ancillary sources primarily related to facilitating the shipment of cars and equipment to and from events outside of Europe, revenue from the sale of tickets to the Formula One Paddock Club at most Events, support races at Events (either from the direct operation of the Formula 2 and Formula 3 series or from the licensing of other third party series or independently operated events), various television production and post-production activities, digital and social media services and other ancillary operations. The \$7 million decrease in Other Formula 1 revenue during the three months ended September 30, 2019, as compared to the corresponding period in the prior year, is primarily due to a decrease in revenue from the sale of tickets to the Formula One Paddock Club at most Events.




primarily due to the continued development of Formula 1's digital and social media platforms and costs related to other technical initiatives.

include personnel costs, legal, professional and other advisory fees, bad debt expense, rental expense, information technology costs, non-Event-related travel costs, insurance premiums, maintenance and utility costs and other general office administration costs. Selling, general and administrative expenses decreased \$1 million and \$2 million during the three and nine months ended September 30, 2019, respectively, as compared to the corresponding periods in the prior year driven by decreases in legal and professional expenses.

expense relates to costs arising from grants of Series C Liberty Formula One common stock options and restricted stock units to members of Formula 1 management. Stock-based compensation expense increased \$1 million and \$3 million during the three and nine months ended September 30, 2019, respectively, as compared to the corresponding periods in the prior year. The increase in stock-based compensation expense is primarily due to an increase in the number of awards granted.

includes depreciation of fixed assets and amortization of intangible assets. Depreciation and amortization decreased \$2 million and \$5 million during the three and nine months ended September 30, 2019, as compared to the corresponding periods in the prior year due to a decrease in amortization expense related to certain intangible assets acquired in the acquisition of Formula 1 by Liberty.

**Braves Holdings.** Braves Holdings is our wholly-owned subsidiary that indirectly owns and operates ANLBC and six Minor League Baseball Clubs (the Gwinnett Stripers, the Mississippi Braves, the Rome Braves, the Danville Braves, the GCL Braves and the Dominican Summer League). Effective for the 2017 season, ANLBC relocated into a new ballpark located in Cobb County, a



in ticket and concession sales. The decreases in development revenue in the current

	_____	_____
	_____	_____

At September 30, 2019, the fair value of our marketable debt and equity securities was \$386 million. Had the market price of such securities been 10% lower at September 30, 2019, the aggregate value of such securities would have been approximately \$39 million lower. Additionally, our stock in Live Nation (one of our equity method affiliates), a publicly traded security, is not reflected at fair value in our balance sheet. This security is also subject to market risk that is not directly reflected in our statement of operations, and had the market price of such security been 10% lower at September 30, 2019 the aggregate value of such security would have been \$462 million lower.

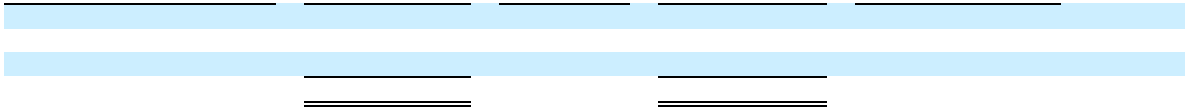
**It**





case. On October 17, 2019, the Ninth Circuit Court of Appeals issued a memorandum disposition concluding that the question of whether the MMA preempts Flo and Eddie's claims challenging Pandora's performance of pre-1972 recordings "depends on various unanswered factual questions" and remanded the case to the District Court for further proceedings.

When the stays in the remaining cases - the two \_\_\_\_\_, Inc. cases and the \_\_\_\_\_ case - are lifted, Pandora expects to file motions to \_\_\_\_\_ in \_\_\_\_\_ in \_\_\_\_\_ that t a t t h s \_\_\_\_\_ Inc. X &



<u>Exhibit No.</u>	<u>Name</u>
31.1	<a href="#">Rule 13a-14(a)/15d-14(a) Certification*</a>
31.2	<a href="#">Rule 13a-14(a)/15d-14(a) Certification*</a>
32	<a href="#">Section 1350 Certification**</a>
99.1	<a href="#">Unaudited Attributed Financial Information for Tracking Stock Groups*</a>
101.INS	Inline XBRL Instance Document* - The instance document does not appear in the interactive data file because its XBRL tags are embedded within the inline XBRL document.
101.SCH	Inline XBRL Taxonomy Extension Schema Document*
101.CAL	Inline XBRL Taxonomy Calculation Linkbase Document*
101.LAB	Inline XBRL Taxonomy Label Linkbase Document*
101.PRE	Inline XBRL Taxonomy Presentation Linkbase Document*
101.DEF	Inline XBRL Taxonomy Definition Document*
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

---

\* Filed herewith

\*\* Furnished herewith

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LIBERTY MEDIA CORPORATION

Date: November 12, 2019

By: /s/ GREGORY B. MAFFEI  
Gregory B. Maffei  
President and Chief Executive Officer

Date: November 12, 2019

By: /s/ BRIAN J. WENDLING  
Brian J. Wendling  
Senior Vice President, Controller and Principal Financial  
Officer  
(Principal Financial Officer and Principal Accounting  
Officer)



---

---

---

**Certification**

**Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002**

---

---

---

**Unaudited Attributed Financial Information for Tracking Stock Groups**

The following tables present our assets and liabilities as of September 30, 2019 and revenue and expenses for the three and nine months ended September 30, 2019 and 2018 and cash flows for the nine months ended September 30, 2019 and 2018. The tables further present our assets, liabilities, revenue, expenses and cash flows that are intended to be attributed to the Liberty SiriusXM Group, Liberty Braves Group (“Braves Group”) and the Liberty Formula One Group (“Formula One Group”), respectively. The financial information should be read in conjunction with our condensed consolidated financial statements for the nine months ended September 30, 2019 included in this Quarterly Report on Form 10-Q.

Notwithstanding the following attribution of assets, liabilities, revenue, expenses and cash flows to the Liberty SiriusXM Group, Braves Group and the Formula One Group, our tracking stock capital structure does not affect the ownership or the respective legal title to our assets or responsibility for our liabilities. We and our subsidiaries are each responsible for our respective liabilities. Holders of Liberty SiriusXM common stock, Liberty Braves common stock and Liberty Formula One common stock are holders of our common stock and are subject to risks associated with an investment in our company and all of our businesses, assets and liabilities. The issuance of Liberty SiriusXM common stock, Liberty Braves and Liberty Formula One common stock does not affect the rights of our creditors.



Liberty SiriusXM Group

---




---

**Braves Group**

	September 30, 2019	December 31, 2018
	amounts in millions	
Cash and cash equivalents	\$ 142	107
Property and equipment, net	\$ 766	1,041
Investments in affiliates, accounted for using the equity method	\$ 104	92
Intangible assets not subject to amortization	\$ 323	323
Intangible assets subject to amortization, net	\$ 35	37
Total assets	\$ 1,594	1,805
Deferred revenue	\$ 52	54
Long-term debt, including current portion	\$ 535	491
Deferred tax liabilities	\$ 78	69
Attributed net assets	\$ 426	446

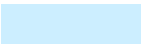
	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
	amounts in millions			
Revenue	\$ 212	200	442	410
Selling, general and administrative expense (1)	\$ (26)	(26)	(77)	(72)
Operating income (loss)	\$ 21	45	6	29
Share of earnings (losses) of affiliates, net	\$ 4	2	13	8
Unrealized gains (losses) on intergroup interest	\$ 2	(13)	(26)	(46)
Income tax (expense) benefit	\$ (7)	12	(1)	11
Earnings (loss) attributable to Liberty stockholders	\$ 12	41	(33)	(13)

(1) Includes stock-based compensation of \$4 million and \$4 million for the three months ended September 30, 2019 and 2018, respectively, and \$13 million and \$9 million for the nine months ended September 30, 2019 and 2018, respectively.

---


---

---

---

---

[Redacted text block]

[Redacted text block]

---





**STATEMENT OF OPERATIONS INFORMATION**  
**Nine months ended September 30, 2019**  
**(unaudited)**

	Attributed (note 1)			
	Liberty			
	SiriusXM Group	Braves Group	Formula One Group	Consolidated Liberty
	amounts in millions			
<b>Revenue:</b>				
SIRIUS XM Holdings revenue	\$ 5,732	—	—	5,732
Formula 1 revenue	—	—	1,499	1,499
Other revenue	—	442	—	442
<b>Total revenue</b>	<b>5,732</b>	<b>442</b>	<b>1,499</b>	<b>7,673</b>
<b>Operating costs and expenses, including stock-based compensation (note 2):</b>				
<b>Cost of subscriber services (exclusive of depreciation shown separately below):</b>				
Revenue share and royalties	1,684	—	—	1,684
Programming and content	338	—	—	338
Customer service and billing	352	—	—	352
Other	136	—	—	136
Cost of Formula 1 revenue	—	—	1,023	1,023
Subscriber acquisition costs	313	—	—	313
Other operating expenses	206	305	—	511
Selling, general and administrative	1,050	77	148	1,275
Acquisition and other related costs	83	—	—	83
Depreciation and amortization	396	54	340	790
	<u>4,558</u>	<u>436</u>	<u>1,511</u>	<u>6,505</u>
<b>Operating income (loss)</b>	<b>1,174</b>	<b>6</b>	<b>(12)</b>	<b>1,168</b>
<b>Other income (expense):</b>				
Interest expense	(326)	(20)	(149)	(495)
Share of earnings (losses) of affiliates, net	(18)	13	74	69
Realized and unrealized gains (losses) on financial instruments, net	6	(6)	(171)	(171)
Unrealized gains (losses) on intergroup interest (note 1)	—	(26)	26	—
Other, net	(42)	1	23	(18)
	<u>(380)</u>	<u>(38)</u>	<u>(197)</u>	<u>( )</u>









**Notes to Attributed Financial Information (Continued)**  
**(unaudited)**

- (1) A tracking stock is a type of common stock that the issuing company intends to reflect or "track" the economic performance of a particular business or "group," rather than the economic performance of the company as a whole. While the Liberty SiriusXM Group, Liberty Braves Group (the "Braves Group") and Formula One Group have separate collections of businesses, assets and liabilities attributed to them, no group is a separate legal entity and therefore cannot own assets, issue securities or enter into legally binding agreements. Therefore, the Liberty SiriusXM Group, Braves Group and Formula One Group do not represent separate legal entities, but rather represent those businesses, assets and liabilities that have been attributed to each respective group. Holders of tracking stock have no direct claim to the group's stock or assets and therefore, do not own, by virtue of their ownership of a Liberty tracking stock, any equity or voting interest in a company, such as Sirius XM Holdings Inc. ("SIRIUS XM Holdings"), Formula 1 or Live Nation Entertainment, Inc. ("Live Nation"), in which Liberty holds an interest and that is attributed to a Liberty tracking stock group, such as the Liberty SiriusXM Group or the Formula One Group. Holders of tracking stock are also not represented by separate boards of directors. Instead, holders of tracking stock are stockholders of the parent corporation, with a single board of directors and subject to all of the risks and liabilities of the parent corporation.

The Liberty SiriusXM Group is comprised of our consolidated subsidiary, SIRIUS XM Holdings, corporate cash, Liberty's 2.125% Exchangeable Senior Debentures due 2048 and its margin loan obligation incurred by a wholly-owned special purpose subsidiary of Liberty. As of September 30, 2019, the Liberty SiriusXM Group has cash and cash equivalents of approximately \$133 million, which includes \$79 million of subsidiary cash.

The Braves Group is comprised of our consolidated subsidiary, Braves Holdings, LLC ("Braves Holdings"), which indirectly owns the Atlanta Braves Major League Baseball Club ("ANLBC") and certain assets and liabilities associated with ANLBC's stadium and mixed use development project (the "Development Project") and cash. As of September 30, 2019, the Braves Group has cash and cash equivalents of approximately \$142 million, which includes \$57 million of subsidiary cash.

The Formula One Group is comprised of all of the businesses, assets and liabilities of Liberty other than those specifically attributed to the Liberty SiriusXM Group or the Braves Group, including Liberty's interests in Formula 1 and Live Nation Entertainment, Inc. ("Live Nation"), a minority equity investment in AT&T Inc., cash, an intergroup interest in the Braves Group, Liberty's 1.375% Cash Convertible Notes due 2023 and related financial instruments, Liberty's 2.25% Exchangeable Senior Debentures due 2046 and Liberty's 1% Cash Convertible Notes due 2023. As of September 30, 2019, the Formula One Group has cash and cash equivalents of approximately \$419 million, which includes \$354 million of cash held by Formula 1.

The number of notional shares representing the intergroup interest held by Liberty is

