

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

**FORM S-8
REGISTRATION STATEMENT
Under the Securities Act of 1933**

LIBERTY MEDIA CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

**12300 Liberty Boulevard
Englewood, Colorado 80112**

37-1699499
(I.R.S. Employer
Identification No.)

(Address of Principal Executive Offices) (Zip Code)

Liberty Media 401(k) Savings Plan
(Full title of plan)

Richard N. Baer, Esq.
Liberty Media Corporation
12300 Liberty Boulevard
Englewood, Colorado 80112
(720) 875-5400

(Name, Address and Telephone Number, Including Area Code, of Agent for
Service)

Copy to:
Renee L. Wilm, Esq.
Baker Botts L.L.P.
30 Rockefeller Plaza
New York, New York 10112
(212) 408-2500

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount to be Registered (1)	Proposed Maximum Offering Price per Share	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee (3)
Series C Liberty SiriusXM Common Stock, \$.01 Par Value	1,500,000	(2)	\$83,317,500	\$8,391
Series C Liberty Braves Common Stock, \$.01 Par Value	750,000			
Series C Liberty Media Common Stock, \$.01 Par Value	750,000			

- (1) Pursuant to Rule 416(c) under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement also covers, in addition to the number of shares stated above, an indeterminate amount of shares which may be issued pursuant to the Liberty Media 401(k) Savings Plan after the operation of any anti-dilution and other provisions under such plans.

PART I

INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

Note: The document(s) containing the information specified in Part I of this Form will be sent or given to participants as specified by Rule 428(b)(1) under the Securities Act of 1933 (the “Securities Act”). In accordance with Rule 428 under the Securities Act and the requirements of Part I of Form S-8, such documents are not being filed with the Securities and Exchange Commission (the “Commission”) either as part of this Registration Statement or as prospectuses or prospectus supplements pursuant to Rule 424 under the Securities Act. These documents and the documents incorporated by reference in this Registration Statement pursuant to Item 3 of Part II of this Form, taken together, constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act. Liberty Media Corporation (the “Registrant”) will maintain a file of such documents in accordance with the provisions of Rule 428 under the Securities Act. Upon request, the Registrant will furnish to the Commission or its staff a copy or copies of all the documents included in such file.

the



Exhibit No.

Description

23.1	Consent of KPMG LLP.
23.2	Consent of KPMG LLP.
23.3	Consent of Baker Botts L.L.P. (included in Exhibit 5.1).
24.1	Power of Attorney (begins on page II-8).
99.1	Form of Liberty Media 401(k) Savings Plan (incorporated by reference to Exhibit 99.1 to the Registrant's Registration Statement on Form S-8 filed on January 11, 2013 (File No. 333-185987)).

Item 9. Undertakings.

(a) The Registrant hereby undertakes that the information furnished in this registration statement is true and correct in all material respects.



POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Christopher W. Shean and Richard N. Baer his or her true and lawful attorney-in-fact and agent with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments (including pre-effective and post-effective amendments) to this Registration Statement, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Commission, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite or necessary to be done in and about the premises, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or either of them, or their or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

<u>Name</u>	<u>Title</u>	<u>Date</u>
<u>/s/ John C. Malone</u> John C. Malone	Chairman of the Board and Director	April 18, 2016
<u>/s/ Gregory B. Maffei</u> Gregory B. Maffei	Chief Executive Officer (Principal Executive Officer), President and Director	April 18, 2016
<u>/s/ Christopher W. Shean</u> Christopher W. Shean	Chief Financial Officer (Principal Financial and Principal Accounting Officer)	April 18, 2016
<u>/s/ Robert R. B³</u>		





30 ROCKEFELLER PLAZA
NEW YORK, N.Y.

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In our examination, we h n o



633 Seventeenth Street, Suite 3000, Denver, CO 80202-3622
Telephone: 303.297.2900 Fax: 303 298.0940 www.shermanhoward.com

Kathleen a. Odle
Sherman & Howard L.L.C.
direct dial number: (303) 299-8116
e-mail: kodle@shermanhoward.com

April 18, 2016

Liberty Media Corporation
12300 Liberty Boulevard
Englewood, CO 80112

Ladies and Gentlemen:

We are special counsel for Liberty Media Corporation (the “Company”) and in that capacity we have assisted the Company in connection with the preparation, execution and filing of a Registration Statement on Form S-8 under the Securities Act of 1933, as amended, relating to the registration of the following shares that may be purchased pursuant to the Liberty Media 401(k) Savings Plan (the “Plan”):

1. Shares of Series C Liberty Media common stock, \$.01 par value per share;
2. Shares of Series C Liberty SiriusXM common stock, \$.01 par value per share; and
3. Shares of Series C Liberty Braves common stock, \$.01 par value per share.

In connection with the undertaking set forth below, we have made such factual inquiries and have examined or caused to be examined such questions of law as we have considered necessary or appropriate for the purpose of such undertaking. On the basis of such inquiries or examinations, we hereby confirm the following:

1. The Internal Revenue Service (“IRS”) issued, on December 8, 2015, a favorable determination letter (the “IRS Determination Letter”) indicating the compliance of the provisions of the written documents constituting the Plan with the requirements of Employee Retirement Income Security Act of 1974, as amended (“ERISA”) pertaining to such written provisions; and
 2. The Company hereby undertakes the following:
 - a. Any and all amendments to the Plan made subsequent to the issuance of the IRS Determination Letter will be submitted to the IRS pursuant to Revenue Procedure 2007-44, as revised by IRS Notice 2016-03, at the time outlined in such IRS guidance; and
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- b. The Company will make all changes to the Plan required by the IRS in connection with its review of any such submission in order to maintain the qualified status of the Plan.

We consent to the filing of this undertaking as an exhibit to the Registration Statement referred to above.

Very truly yours,

Sherman & Howard L.L.C.

/s/ Kathleen A. Odle

Kathleen A. Odle

KAO:ac

Consent of Independent Registered Public Accounting Firm

The Board of Directors
Liberty Media Corporation:

We consent to the incorporation by reference in the registration statement on this Form S-8 of our reports dated February 26, 2016, with respect to the consolidated balance sheets of Liberty Media Corporation and subsidiaries

