

Item 2.02. Results of Operations and Financial Condition.

On August 10, 2020, Liberty Media Corporation (the "Company") issued a press release (the "Earnings Release") setting forth information, including financial information, which is intended to supplement the financial statements and related Management's Discussion and Analysis of Financial Condition and Results of Operations contained in the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2020, filed with the Securities and Exchange Commission (the "SEC") on August 10, 2020.

This Item 2.02 and the Earnings Release attached hereto as Exhibit 99.1, insofar as they disclose historical information regarding the Company's results of operations or financial condition for the quarter ended June 30, 2020, are not intended to be

SIGNATURE

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

Date: August 10, 2020

LIBERTY MEDIA CORPORATION

By: /s/ Wade Haufschild

Name: Wade Haufschild

Title: Vice President

- Liquidity as of June 30th: \$2.3 billion cash, cash equivalents and revolver capacity (including \$824 million of liquidity at F1)

Attributed to Braves Group

- Regular season scheduled for 60 games in 2020 with opening day July 24th
- Aloft hotel opened end of July; remainder of phase two development continues on-time and on-budget
- Liquidity as of June 30th: \$329 million cash, restricted cash, cash equivalents and revolver capacity (including \$251 million liquidity at Braves)

“Our employees and management teams have demonstrated strong leadership navigating the health and financial challenges presented by COVID-19. We saw the highly anticipated returns to racing at Formula 1 and to the field for the Atlanta Braves, while SiriusXM posted solid results and Live Nation completed a credit agreement amendment which enhanced flexibility,” said Greg Maffei, Liberty Media President and CEO.

Note on COVID-19

Liberty Media continues to monitor and assess the effects of the COVID-19 pandemic on its operations, wholly-owned businesses and various investments. The global spread of COVID-19 prompted many countries throughout the world to take aggressive actions, including imposing travel restrictions and stay-at-home orders, closing public attractions and restaurants, and mandating social distancing practices. As a result, the start of the 2020 Formula 1 (“F1”) season was delayed until the beginning of July 2020 and the Major League Baseball season was delayed until the end of July 2020. Fans were not able to attend when the seasons resumed, and their attendance at future events is currently under review. In addition, in mid-March 2020, Live Nation suspended all large-scale live entertainment events. Liberty Media and our portfolio companies will continue to comply with the recommendations of various government agencies and focus on the safety of our employees, partners and customers.

Liberty Media, SiriusXM and Formula 1 are in compliance with all debt covenants as of June 30, 2020. Braves Holdings is expected to be out of compliance with certain debt covenants as of June 30, 2020, and is in ongoing discussions with counterparties to its operating credit facilities and debt related to ballpark funding to obtain waivers and covenant modifications.

Corporate Updates

On April 22, 2020, Liberty Media completed the reattribution of certain assets and liabilities between the Liberty SiriusXM Group and the Formula One Group (the “Reattribution”). Detailed information can be found in the press release and slide presentation issued April 23, 2020. The Reattribution is reflected in Liberty Media’s second quarter financial results on a prospective basis beginning April 22, 2020.

The following table provides the operating results of Formula 1 ("F1").

F1 Operating Results

	2Q19	2Q20	% Change
	amounts in millions		
Primary Formula 1 revenue	\$ 531	\$ 12	(98)%
Other Formula 1 revenue	89	12	(87)%
Total Formula 1 revenue	\$ 620	\$ 24	(96)%
Operating expenses (excluding stock-based compensation included below):			
Team payments	(335)	—	100 %
Other cost of Formula 1 revenue	(106)	(16)	85 %
Cost of Formula 1 revenue	\$ (441)	\$ (16)	96 %
Selling, general and administrative expenses	(34)	(24)	29 %
Adjusted OIBDA	\$ 145	\$ (16)	(111)%
Stock-based compensation	(6)	(4)	33 %
Depreciation and Amortization	(113)	(102)	10 %
Operating income	\$ 26	\$ (122)	(569)%
Number of races in period	7	—	

Primary F1 revenue is comprised of (i) race promotion fees, (ii) broadcasting fees and (iii) advertising and sponsorship fees. Due to the outbreak of COVID-19, there were no F1 races held in the second quarter of 2020. The 2020 F1 season commenced the weekend of July 3rd and is expected to continue through December with a target calendar of 15 to 18 races. F1 and its partners are currently evaluating plans for the remainder of the year. Since the start of the pandemic, F1 has been working closely with its partners to safely return to certain races in some capacity in 2020.

Since there were no events held during the second quarter of 2020, revenue recognition was limited, with recognized primary F1 revenue in the period consisting only of the elements of sponsorship contracts associated with non-race related rights. No race promotion fees nor broadcasting fees were recognized. Similarly, other F1 revenue decreased due to zero revenue being generated from the Paddock Club and other revenue based and television production activities.

Operating loss increased and Adjusted OIBDA⁽²⁾ decreased in the second quarter. There was no team payment (a) (4) (c) (f) (i) (j) (k) (l) (m) (n) (o) (p) (q) (r) (s) (t) (u) (v) (w) (x) (y) (z) (aa) (ab) (ac) (ad) (ae) (af) (ag) (ah) (ai) (aj) (ak) (al) (am) (an) (ao) (ap) (aq) (ar) (as) (at) (au) (av) (aw) (ax) (ay) (az) (ba) (bb) (bc) (bd) (be) (bf) (bg) (bh) (bi) (bj) (bk) (bl) (bm) (bn) (bo) (bp) (bq) (br) (bs) (bt) (bu) (bv) (bw) (bx) (by) (bz) (ca) (cb) (cc) (cd) (ce) (cf) (cg) (ch) (ci) (cj) (ck) (cl) (cm) (cn) (co) (cp) (cq) (cr) (cs) (ct) (cu) (cv) (cw) (cx) (cy) (cz) (da) (db) (dc) (dd) (de) (df) (dg) (dh) (di) (dj) (dk) (dl) (dm) (dn) (do) (dp) (dq) (dr) (ds) (dt) (du) (dv) (dw) (dx) (dy) (dz) (ea) (eb) (ec) (ed) (ee) (ef) (eg) (eh) (ei) (ej) (ek) (el) (em) (en) (eo) (ep) (eq) (er) (es) (et) (eu) (ev) (ew) (ex) (ey) (ez) (fa) (fb) (fc) (fd) (fe) (ff) (fg) (fh) (fi) (fj) (fk) (fl) (fm) (fn) (fo) (fp) (fq) (fr) (fs) (ft) (fu) (fv) (fw) (fx) (fy) (fz) (ga) (gb) (gc) (gd) (ge) (gf) (gg) (gh) (gi) (gj) (gk) (gl) (gm) (gn) (go) (gp) (gq) (gr) (gs) (gt) (gu) (gv) (gw) (gx) (gy) (gz) (ha) (hb) (hc) (hd) (he) (hf) (hg) (hh) (hi) (hj) (hk) (hl) (hm) (hn) (ho) (hp) (hq) (hr) (hs) (ht) (hu) (hv) (hw) (hx) (hy) (hz) (ia) (ib) (ic) (id) (ie) (if) (ig) (ih) (ii) (ij) (ik) (il) (im) (in) (io) (ip) (iq) (ir) (is) (it) (iu) (iv) (iw) (ix) (iy) (iz) (ja) (jb) (jc) (jd) (je) (jf) (jg) (jh) (ji) (jj) (jk) (jl) (jm) (jn) (jo) (jp) (jq) (jr) (js) (jt) (ju) (jv) (jw) (jx) (jy) (jz) (ka) (kb) (kc) (kd) (ke) (kf) (kg) (kh) (ki) (kj) (kk) (kl) (km) (kn) (ko) (kp) (kq) (kr) (ks) (kt) (ku) (kv) (kw) (kx) (ky) (kz) (la) (lb) (lc) (ld) (le) (lf) (lg) (lh) (li) (lj) (lk) (ll) (lm) (ln) (lo) (lp) (lq) (lr) (ls) (lt) (lu) (lv) (lw) (lx) (ly) (lz) (ma) (mb) (mc) (md) (me) (mf) (mg) (mh) (mi) (mj) (mk) (ml) (mm) (mn) (mo) (mp) (mq) (mr) (ms) (mt) (mu) (mv) (mw) (mx) (my) (mz) (na) (nb) (nc) (nd) (ne) (nf) (ng) (nh) (ni) (nj) (nk) (nl) (nm) (nn) (no) (np) (nq) (nr) (ns) (nt) (nu) (nv) (nw) (nx) (ny) (nz) (oa) (ob) (oc) (od) (oe) (of) (og) (oh) (oi) (oj) (ok) (ol) (om) (on) (oo) (op) (oq) (or) (os) (ot) (ou) (ov) (ow) (ox) (oy) (oz) (pa) (pb) (pc) (pd) (pe) (pf) (pg) (ph) (pi) (pj) (pk) (pl) (pm) (pn) (po) (pp) (pq) (pr) (ps) (pt) (pu) (pv) (pw) (px) (py) (pz) (qa) (qb) (qc) (qd) (qe) (qf) (qg) (qh) (qi) (qj) (qk) (ql) (qm) (qn) (qo) (qp) (qq) (qr) (qs) (qt) (qu) (qv) (qw) (qx) (qy) (qz) (ra) (rb) (rc) (rd) (re) (rf) (rg) (rh) (ri) (rj) (rk) (rl) (rm) (rn) (ro) (rp) (rq) (rr) (rs) (rt) (ru) (rv) (rw) (rx) (ry) (rz) (sa) (sb) (sc) (sd) (se) (sf) (sg) (sh) (si) (sj) (sk) (sl) (sm) (sn) (so) (sp) (sq) (sr) (ss) (st) (su) (sv) (sw) (sx) (sy) (sz) (ta) (tb) (tc) (td) (te) (tf) (tg) (th) (ti) (tj) (tk) (tl) (tm) (tn) (to) (tp) (tq) (tr) (ts) (tt) (tu) (tv) (tw) (tx) (ty) (tz) (ua) (ub) (uc) (ud) (ue) (uf) (ug) (uh) (ui) (uj) (uk) (ul) (um) (un) (uo) (up) (uq) (ur) (us) (ut) (uu) (uv) (uw) (ux) (uy) (uz) (va) (vb) (vc) (vd) (ve) (vf) (vg) (vh) (vi) (vj) (vk) (vl) (vm) (vn) (vo) (vp) (vq) (vr) (vs) (vt) (vu) (vv) (vw) (vx) (vy) (vz) (wa) (wb) (wc) (wd) (we) (wf) (wg) (wh) (wi) (wj) (wk) (wl) (wm) (wn) (wo) (wp) (wq) (wr) (ws) (wt) (wu) (wv) (ww) (wx) (wy) (wz) (xa) (xb) (xc) (xd) (xe) (xf) (xg) (xh) (xi) (xj) (xk) (xl) (xm) (xn) (xo) (xp) (xq) (xr) (xs) (xt) (xu) (xv) (xw) (xx) (xy) (xz) (ya) (yb) (yc) (yd) (ye) (yf) (yg) (yh) (yi) (yj) (yk) (yl) (ym) (yn) (yo) (yp) (yq) (yr) (ys) (yt) (yu) (yv) (yw) (yx) (yy) (yz) (za) (zb) (zc) (zd) (ze) (zf) (zg) (zh) (zi) (zj) (zk) (zl) (zm) (zn) (zo) (zp) (zq) (zr) (zs) (zt) (zu) (zv) (zw) (zx) (zy) (zz)

Baseball revenue is comprised of (i) ballpark operations (ticket sales, concessions, corporate sales, retail, suites, premium seat fees and postseason), (ii) local broadcast rights and (iii) national broadcast rights, licensing and other shared MLB revenue streams. Development revenue is derived from the Battery Atlanta mixed-use facilities and primarily includes rental income. Due to the outbreak of COVID-19, MLB postponed the start of the 2020 season until late July. The regular season is scheduled for 60 games, with the Braves opening game played on July 24th. It is currently unknown if fans will be allowed to attend at any point during the season.

Baseball revenue decreased in the second quarter of 2020 driven by the postponement of the 2020 season and a corresponding reduction to all primary sources of revenue, including the delay in recognizing local and national broadcasting revenue. The decrease in development revenue was primarily driven by the deferral of rental income from certain tenants at the mixed-use development.

Operating income and Adjusted OIBDA decreased in the second quarter due to lower revenue, partially offset by decreased operating expenses. With the postponement of the 2020 season, operating expense decreased primarily due to the delay in recognition of player salaries and reductions in other facility and game day expenses. Selling, general and administrative expense decreased due to the delay in certain marketing initiatives.

The Formula One Group holds an approximate 11.3% intergroup interest (6.8 million notional shares) and the Liberty SiriusXM Group holds an approximate 3.8% intergroup interest (2.3 million notional shares) in the Braves Group as of July 31, 2020. These shares are not included in the outstanding share count of the Braves Group in Liberty Media's most recent Form 10-Q. Assuming the issuance of the shares underlying these intergroup interests, the Braves Group outstanding share count as of July 31, 2020 would have been 60 million.

The businesses and assets attributed to the Braves Group consist primarily of Liberty Media's subsidiary the Braves, which indirectly owns the Atlanta Braves Major League Baseball Club, six minor league baseball clubs and certain assets and liabilities associated with the Braves' ballpark and mixed-use development project.

Share Repurchases

Liberty Media did not repurchase shares from May 1, 2020 through July 31, 2020. The total remaining repurchase authorization for Liberty Media as of August 1, 2020 is approximately \$1.2 billion and can be applied to repurchases of Series A and Series C shares of any of the Liberty Media Corporation tracking stocks.

FOOTNOTES

- 1) Liberty Media's President and CEO, Greg Maffei, will discuss these headlines and other matters on Liberty Media's earnings conference call which will begin at 10:00 a.m. (E.D.T.) on August 10, 2020. For information regarding how to access the call, please see "Important Notice" later in this document.
- 2) For definitions of Adjusted OIBDA (as defined by Liberty Media) and adjusted EBITDA (as defined by SiriusXM) and applicable reconciliations see the accompanying schedules.

NOTES

The following financial information with respect to Liberty Media's equity affiliates and available for sale securities is intended to supplement Liberty Media's condensed consolidated balance sheet and statement of operations to be included in its Form 10-Q for the period ended June 30, 2020. Financial information as of June 30, 2020 reflects the impact of the Reattribution which was completed on April 22, 2020.

Fair Value of Corporate Public Holdings

	3/31/2020	6/30/2020
Liberty SiriusXM Group		
Live Nation Investment ⁽¹⁾	NA	\$ 3,087
iHeart ⁽²⁾	\$ 51	58
Total Liberty SiriusXM Group ⁽³⁾	\$ 51	\$ 3,145
Formula One Group		
Live Nation Investment ⁽¹⁾	\$ 3,166	NA
Other Public Holdings ⁽⁴⁾	180	187
Total Formula One Group	\$ 3,346	\$ 187
Braves Group	NA	NA
Total Liberty Media	\$ 3,397	\$ 3,332

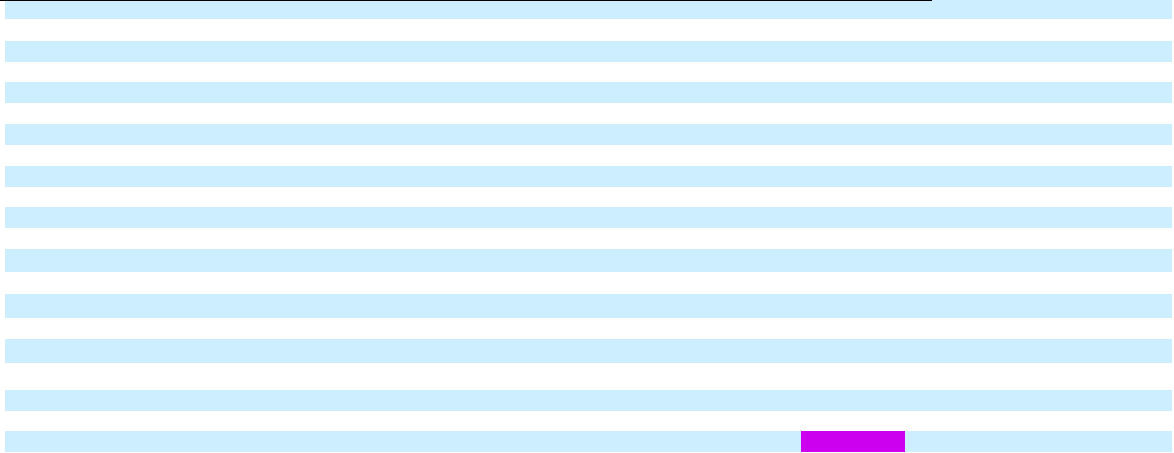
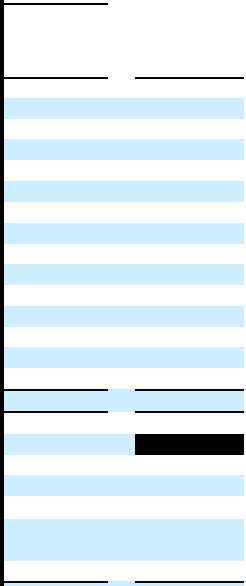
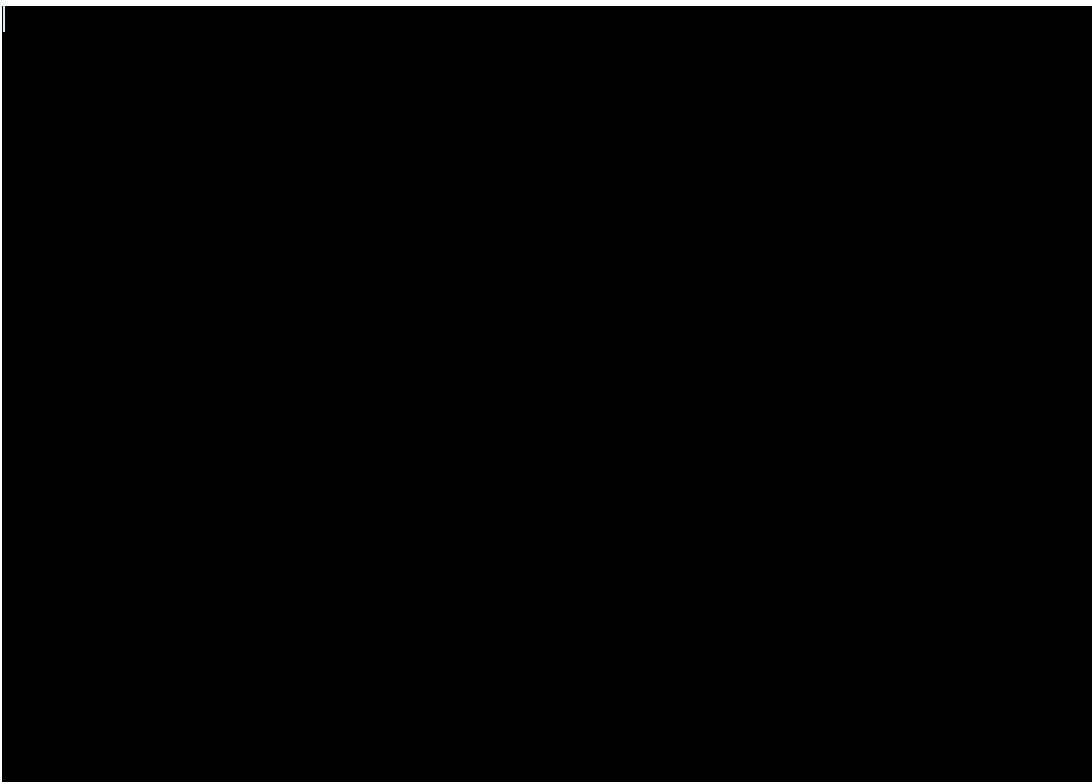
- (1) Represents the fair value of the equity investment in Live Nation, which was reattributed from Formula One Group to Liberty SiriusXM Group in the Reattribution. In accordance with GAAP, Liberty Media accounts for its investment in the equity of Live Nation using the equity method of accounting and includes it in its condensed consolidated balance sheet at \$637 million and \$453 million as of March 31, 2020 and June 30, 2020, respectively.
- (2) Includes fair value of iHeart shares and warrants which are included in other long-term assets.
- (3) Includes the fair value of the equity investment in Live Nation, which was reattributed from Formula One Group to Liberty SiriusXM Group in the Reattribution.



and, in which case, the relevant additional conditions will cease to apply. The \$500 million revolving credit facility is currently undrawn.

Total cash, liquid investments and restricted cash attributed to the Braves Group decreased \$14 million during the quarter as capital expenditures related to the mixed-use development and operating needs at the Braves more than offset additional borrowing. Total debt attributed to the Braves Group increased \$20 million during the quarter primarily due to additional borrowing to fund the mixed-use development. The second phase of the Battery Atlanta mixed-use development is currently on-time and on-budget. It is expected to cost approximately \$200 million, of which the Braves and affiliated entities have already funded approximately \$55 million in equity and \$50 million in debt, with approximately \$95 million incremental debt funding remaining. As previously disclosed, Braves Holdings is expected to be out of compliance with certain debt covenants as of June 30, 2020. Braves Holdings is in ongoing discussions with counterparties to its operating credit facilities and debt related to ballpark funding to obtain waivers and covenant modifications.

Important Notice: Liberty Media Corporation (Nasdaq: LXXMA, LXXMB, LXXMK, FWONA, FWONK, BATRA, BATRK) President and CEO, Greg Maffei, will discuss Liberty Media's earnings release on a conference call which will begin at 10:00 a.m.; ~~fo00n a~~



NON-GAAP FINANCIAL MEASURES

SCHEDULE 1

To provide investors with additional information regarding our financial results, this press release includes a presentation of Adjusted OIBDA, which is a non-GAAP financial measure, for the Liberty SiriusXM Group, the Braves Group and the Formula One Group, together with reconciliations to operating income, as determined under GAAP. Liberty Media defines Adjusted OIBDA as operating income (loss) plus depreciation and amortization, stock-based compensation, separately reported litigation settlements, restructuring, acquisition and other related costs and impairment charges.

Liberty Media believes Adjusted OIBDA is an important indicator of the operational strength and performance of its businesses by identifying those items that are not directly a reflection of each business' performance or indicative of ongoing business trends. In addition, this measure allows management to view operating results and perform analytical comparisons and benchmarking between businesses and identify strategies to improve performance. Because Adjusted OIBDA is used as a measure of operating performance, Liberty Media views operating income as the most directly comparable GAAP measure. Adjusted OIBDA is not meant to replace or supersede operating income or any other GAAP measure, but rather to supplement such GAAP measures in order to present investors with the same information that Liberty Media's management considers in assessing the results of operations and performance of its assets.

The following table provides a reconciliation of Adjusted OIBDA for Liberty Media to operating income calculated in accordance with GAAP for the three months ended June 30, 2019 and June 30, 2020, respectively.

QUARTERLY SUMMARY

	2Q19	2Q20
Liberty SiriusXM Group		
Revenue	\$ 1,977	\$ 1,874
Operating Income	\$ 413	\$ 383
Depreciation and amortization	136	142
Acquisition and restructuring	7	24
Stock compensation expense	62	54
Adjusted OIBDA	<u>\$ 618</u>	<u>\$ 603</u>
Formula One Group		
Revenue	\$ 620	\$ 24
Operating Income	\$ 14	\$ (136)
Depreciation and amortization	114	104
Stock compensation expense	8	6
Adjusted OIBDA	<u>\$ 136</u>	<u>\$ (26)</u>
Braves Group		
Revenue	\$ 208	\$ 11
Operating Income	\$ 34	\$ (33)
Depreciation and amortization	21	20
Stock compensation expense	6	(15)
Adjusted OIBDA	<u>\$ 61</u>	<u>\$ (28)</u>
Liberty Media Corporation (Consolidated)		
Revenue	\$ 2,805	\$ 1,909
Operating Income	\$ 461	\$ 214
Depreciation and amortization	271	266
Acquisition and restructuring	7	24
Stock compensation expense	76	45
Adjusted OIBDA	<u>\$ 815</u>	<u>\$ 549</u>

Unaudited
For the Three Months Ended
June 30,

