

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**Liberty Spingo, Inc.**

CIK: **1560385** | IRS No.: **371699499** | State of Incorpor.: **DE**  
Type: **8-K** | Act: **34** | File No.: **001-35707** | Film No.: **13520736**  
SIC: **4833** Television broadcasting stations

Mailing Address	Business Address
12300 LIBERTY BOULEVARD ENGLEWOOD CO 80112	12300 LIBERTY BOULEVARD ENGLEWOOD CO 80112 720-875-5400

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**  
**CURRENT REPORT**

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): **January 3, 2013**

**LIBERTY SPINCO, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-35707**  
(Commission  
File Number)

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

**12300 Liberty Blvd.**  
**Englewood, Colorado 80112**  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(720) 875-5400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### **Item 7.01. Regulation FD Disclosure**

On January 3, 2013, Liberty Media Corporation (“Liberty Media”), the parent company of Liberty Spinco, Inc. (“Spinco”), announced that it received approval from the Federal Communications Commission (the “FCC”) for the transfer of de jure control of Sirius XM Radio Inc. (“Sirius XM”) to Liberty Media. The transfer of control of Sirius XM is expected to be completed within 60 days from the date the approval was received.

Upon the completion of Liberty Media's upcoming spin-off (the “Spin-Off”) of Spinco, Spinco will hold the businesses, assets and liabilities of Liberty Media not associated with Starz, LLC, including Liberty Media's interest in Sirius XM. Although Liberty Media expects to complete the Spin-Off on January 11, 2013, the Spin-Off remains subject to certain conditions.

The information included in this Item 7.01 and the press release attached hereto as Exhibit 99.1 to this Current Report on Form 8-K are being furnished to the Securities and Exchange Commission in satisfaction of the public disclosure requirements of Regulation FD.

### **Item 8.01. Other Events**

On January 8, 2013, Liberty Media issued a press release (the “Press Release”) containing information regarding (i) the when-issued trading of Spinco common stock prior to the Spin-Off and (ii) the trading symbols that will be used by Liberty Media common stock and Spinco common stock prior to and following the Spin-Off.

The Press Release being filed herewith as Exhibit 99.2 to this Current Report on Form 8-K is hereby incorporated by reference into this Item 8.01.

### **Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit No.</u>	<u>Name</u>
99.1	Press release dated January 3, 2013.
99.2	Press release dated January 8, 2013.

**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: January 9, 2013

LIBERTY SPINCO, INC.

By: /s/ Pamela L. Coe  
Name: Pamela L. Coe  
Title: Vice President, Secretary

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## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Name</u>
99.1	Press release dated January 3, 2013.
99.2	Press release dated January 8, 2013.

**LIBERTY MEDIA CORPORATION ANNOUNCES FCC APPROVAL OF APPLICATION FOR DE JURE CONTROL OF SIRIUSXM**

Englewood, Colo, January 3 - Liberty Media Corporation (Nasdaq: LMCA, LMCB) (“Liberty”) today announced that it has received approval from the Federal Communications Commission for the transfer of de jure control of SiriusXM to Liberty. Liberty expects to complete the transfer of control of SiriusXM within 60 days.

About Liberty Media Corporation

Liberty Media (Nasdaq: LMCA, LMCB) owns interests in a broad range of media, communications and entertainment businesses, including its subsidiaries Atlanta National League Baseball Club, Inc. and TruePosition, Inc., its interests in Starz, LLC, SiriusXM, Live Nation Entertainment and Barnes & Noble, and minority equity investments in Time Warner Inc. and Viacom.

Forward-Looking Statements

This press release includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about our intention to acquire control of SiriusXM, and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including our ability to acquire control of SiriusXM. These forward-looking statements speak only as of the date of this press release, and Liberty Media expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in Liberty Media's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. Please refer to the publicly filed documents of Liberty Media, including the most recent Forms 10-Q and 10-K, for additional information about Liberty Media and about the risks and uncertainties related to Liberty Media's business which may affect the statements made in this press release.

Contact: Courtnee Ulrich  
(720) 875-5420

## **Liberty Media Corp. Announces When-Issued Trading and Trading Symbol Information in Connection with Upcoming Spin-Off**

Englewood, Colo., January 08, 2013 -- Liberty Media Corporation (Nasdaq: LMCA and LMCA) (“Liberty”) has been advised by Nasdaq that, in connection with Liberty's upcoming spin-off (the “Spin-Off”) of its wholly owned subsidiary Liberty Spinco, Inc. (“Spinco”) (which, following the Spin-Off, will hold the businesses, assets and liabilities of Liberty not associated with Starz, LLC), shares of Spinco's Series A and Series B common stock will trade on a when-issued basis on the Nasdaq Global Select Market under the symbols “LMCAV” and “LMCBV,” respectively, on January 10, 2013 and January 11, 2013. Shares of Spinco common stock are expected to be issued in the Spin-Off, which will be effected through the distribution (the “Distribution”) of shares of Spinco common stock to holders of record of Liberty common stock at 5:00 p.m., New York City time, on January 10, 2013. However, because Nasdaq has established January 14, 2013 as the ex-dividend date for the Distribution, and as a result of related “due bill” trading procedures, persons acquiring shares of Liberty common stock in the market through January 11, 2013 will still receive shares of Spinco common stock in the Distribution. Liberty expects to complete the Distribution at 5:00 p.m., New York City time, on January 11, 2013. The issuance of Spinco shares and the completion of the Spin-Off are subject to certain conditions.

If the Spin-Off is completed, it is expected that Spinco's Series A and Series B common stock will trade in the regular way on the Nasdaq Global Select Market as follows:

- Under the temporary symbols “LMCAD” and “LMCBD,” respectively, beginning on January 14, 2013.
- Under the permanent symbols “LMCA” and “LMCB,” respectively, beginning on January 22, 2013.

Shortly prior to the Spin-Off, Liberty will change its name to “Starz” and Spinco will change its name to “Liberty Media Corporation.” As a result of these name changes and Spinco's use of the “LMCA” and “LMCB” trading symbols as described above, following the spin-off, Starz's Series A and Series B Liberty Capital common stock will begin trading under the new symbols “STRZA” and “STRZB,” respectively, on the Nasdaq Global Select Market on January 14, 2013. Prior to such time, however, Liberty's Series A and Series B Liberty Capital common stock will continue to trade under the symbols “LMCA” and “LMCB,” respectively.

### About Liberty Media Corporation

Liberty Media (Nasdaq: LMCA, LMCA) owns interests in a broad range of media, communications and entertainment businesses, including its subsidiaries Atlanta National League Baseball Club, Inc. and TruePosition, Inc., its interests in Starz, LLC, SiriusXM, Live Nation Entertainment and Barnes & Noble, and minority equity investments in Time Warner Inc. and Viacom.

This press release includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about the completion of our pending separation from Starz LLC, the trading of our respective stocks, and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including our ability to complete the separation as planned and reported. These forward-looking statements speak only as of the date of this press release, and Liberty Media expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in Liberty Media's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. Please refer to the publicly filed documents of Liberty Media, including the most recent Forms 10-Q and 10-K, for additional information about Liberty Media and about the risks and uncertainties related to Liberty Media's business which may affect the statements made in this press release.

Liberty Media Corporation  
Courtnee Ulrich, 720-875-5420