

Bank of America Leveraged Finance Conference

December 2021

qurate RETAIL, INC.

Disclaimers

Forward-Looking Statements

This presentation includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about business strategies and priorities (including opportunities for growth, future business investments and capital allocation), stock repurchases, projected sources and uses of cash (including uses of free cash flow and return of free cash flow to stockholders), the impact of COVID-19, market potential, future financial performance, market conditions, sales demand, customer growth, trends in digital video consumption, new services and product offerings and launches, deferred tax liability and contingent interest on exchangeable debentures, the redemption and repurchase of exchangeable debentures, leverage expectations and targets, organizational structure 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, without limitation, the impact of the COVID-19 pandemic on our businesses, possible changes in market acceptance of new products or services, competitive issues, regulatory matters affecting our businesses, continued access to capital on terms acceptable to Qurate Retail, Inc. ("QRI") and QVC, Inc. ("QVC"), availability of investment opportunities and market conditions conducive to stock repurchases. These forward-looking statements speak only as of the date of this presentation, and each of QRI and QVC expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in QRI's or QVC'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 QRI and QVC, including their most recent Forms 10-K and 10-Q, for additional information about QRI and QVC and about the risks and uncertainties related to their respective businesses which may affect the statements made in this presentation.

Non-GAAP Measures

This presentation includes certain non-GAAP financial measures including Adjusted OIBDA, Adjusted OIBDA margin, and Free Cash Flow. The required definitions and reconciliations (Preliminary Note and Schedules) can be found at the end of this presentation.

On Today's Call

qurate RETAIL GROUP℠

Jeffrey Davis
Chief Financial Officer

Mark Pave
Global Treasury Leader

qurate RETAIL, INC.

Ben Oren
SVP & Treasurer

Jessica Moore
AVP and Assistant Treasurer

Qurate Retail Overview

Qurate Retail Introduction

QVC HSN | Zulily | BALLARD DESIGNS | FRONTGATE | Garnet Hill | grandinroad

Largest Video Commerce Platform

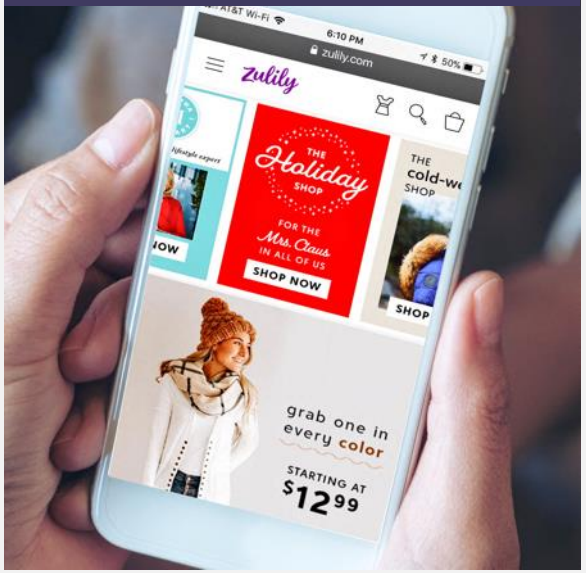


QxH + QVC INTERNATIONAL

$11.6B REVENUE[1]

16.0M CUSTOMERS[1]

Daily Discovery Destination



ZULILY

$1.6B REVENUE[1]

5.3M CUSTOMERS[1]

Aspirational Lifestyle Brands



CORNERSTONE BRANDS

$1.2B REVENUE[1]

2.4M CUSTOMERS[1]

[1]Last 12 months ended September 30, 2021

Our Business

Today

- Passionate and engaged loyal customer base
- Substantial scale and reach
- Profitable and highly cash generative model
- Mastering high-engagement, high-volume formula
- Iterating and learning across most of the relevant next-generation platforms

Opportunities

- Accelerate pace of digital transformation
- Multiply avenues of learning and innovation
- Build a platform that can attract new customers at scale
- Expand proprietary and exclusive brands

STRENGTH OF THE BASE BUSINESS + **CAPTURE SHARE IN vCOMMERCE GROWTH**

Qurate Retail Has Authority to Win in the Evolving Video Commerce Landscape

SOCIAL PLATFORMS

(established and new) that are leveraging "live" & "live-like" experiences to enhance their commerce growth

Primary Delivery: Mobile apps

Established/Emerging Players:

DIGITAL STREAMING SERVICES

that provide destinations/portals for "live" & "live-like" shopping experience

Primary Delivery:
Streaming services/ integrated TV apps/mobile apps

Established/Emerging Players:



DEDICATED LINEAR CHANNELS

with "live" & "live-like" shopping experiences

Primary Delivery:
Cable services or OTA

Established Players:

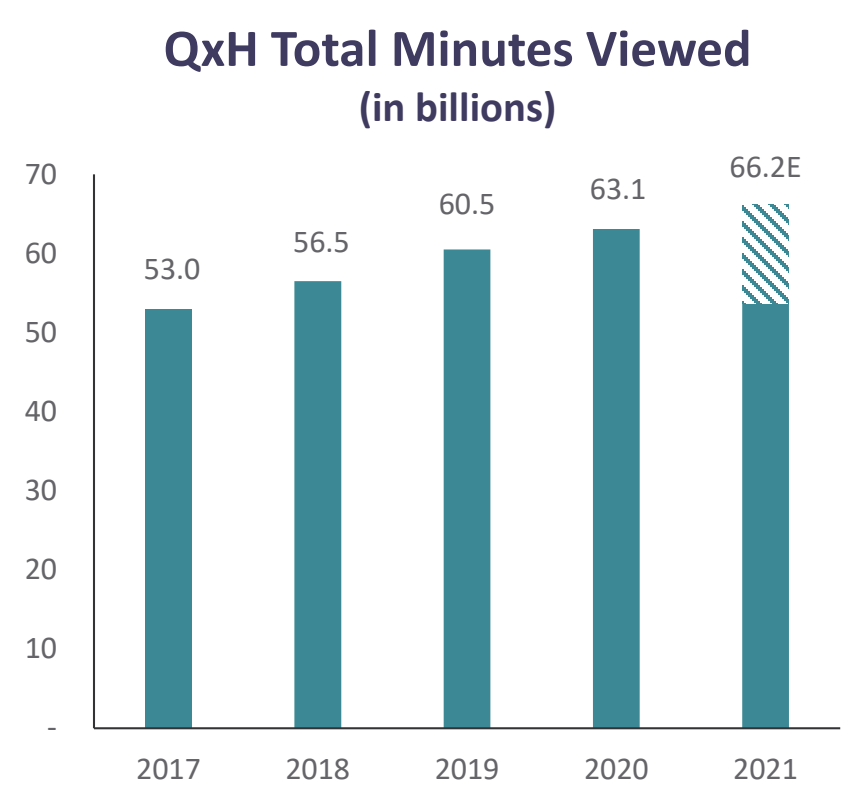
TRADITIONAL ECOMMERCE

enhanced by "live" & "live-like" experiences

Primary Delivery: websites/apps of pure play & brick/mortar retail

Established/Emerging Players:

Powerful and Growing Presence on Linear TV



200M+ Homes and 14 Channels Globally

U.S. Channel	Daily Reach (millions)	Daily Tune-In
QVC	3.6	2.6x
HSN	1.9	2.0x
QVC 2	0.9	2.1x
QVC 3	0.5	1.7x
HSN 2	0.4	1.7x

Minutes viewed is the sum of total daily minutes viewed for each year.
2021 is projected based on YTD through October plus an estimate for the last two months based on historical trends.
Daily reach reflects the distinct number of households that tuned into that channel for 20-consecutive seconds.
Daily tune-in is the number of times per day a household tunes in on an average. Household must watch for 20-consecutive seconds for each tune-in.

Advantaged Digital Video Ecosystem

Digital Livestreaming TV
(livestreams)

PAY SERVICES	FREE SERVICES	STREAMING DEVICE AND SMART TV SERVICES
YouTubeTV	xumo	SAMSUNG TV Plus
hulu + LIVE TV	STIRR	LG Channels
DIRECTV stream		xfinity flex
sling		VIZIO
12M HOUSEHOLDS	16M HOUSEHOLDS	78M DEVICES

Social Streaming
(livestreams, VOD, original series)

TikTok

+39% VIDEO VIEWS OF ALL 6 CHANNELS Y/Y

+42% LIVE VIEWS ON YOUTUBE Y/Y

QVC

HSN

QVC/HSN Interactive Streaming Shopping Service
(livestreams, VOD, original series)

xfinity x1 | xfinity flex | androidtv | Roku | amazon fireTV | Google Play | shop TIME | LG | tv | Google TV

75M DEVICES

QVC & HSN Website and Apps
(livestreams, VOD, in-app purchasing)

Anytime

Free Over-the-Air TV
(universal carriage in most of our countries)

11.5M INCREMENTAL U. S. HOMES

Powerful Base Business

Pay TV
(favorable channel position on nearly all major cable and satellite providers across 7 countries)

70M TV HOMES (QxH) | 124M TV HOMES (QVC Int'l)

Google Play and YouTube are trademarks of Google LLC
All data as of 9/30/21, except QVC International TV homes, which is as of 12/31/20.

Customer Overview

A Stable & Highly Desirable Customer

11M
TOTAL QxH CUSTOMERS

$8.5K
AVERAGE DISCRETIONARY SPENDING PER QxH CUSTOMER

$94B
TOTAL QxH CUSTOMER POTENTIAL

	QxH			
MULTI-GENERATIONAL	2018	2019	2020	US Pop
Age 18-24	1%	1%	1%	12%
Age 25-34	3%	4%	4%	17%
Age 35-44	8%	9%	9%	17%
Age 45-54	17%	17%	17%	16%
Age 55-64	29%	27%	26%	17%
Age 65-74	28%	28%	28%	13%
Age 75+	14%	14%	15%	8%
AVG INCOME (2020)	$97K			$68K

THE POWER OF THE CORE

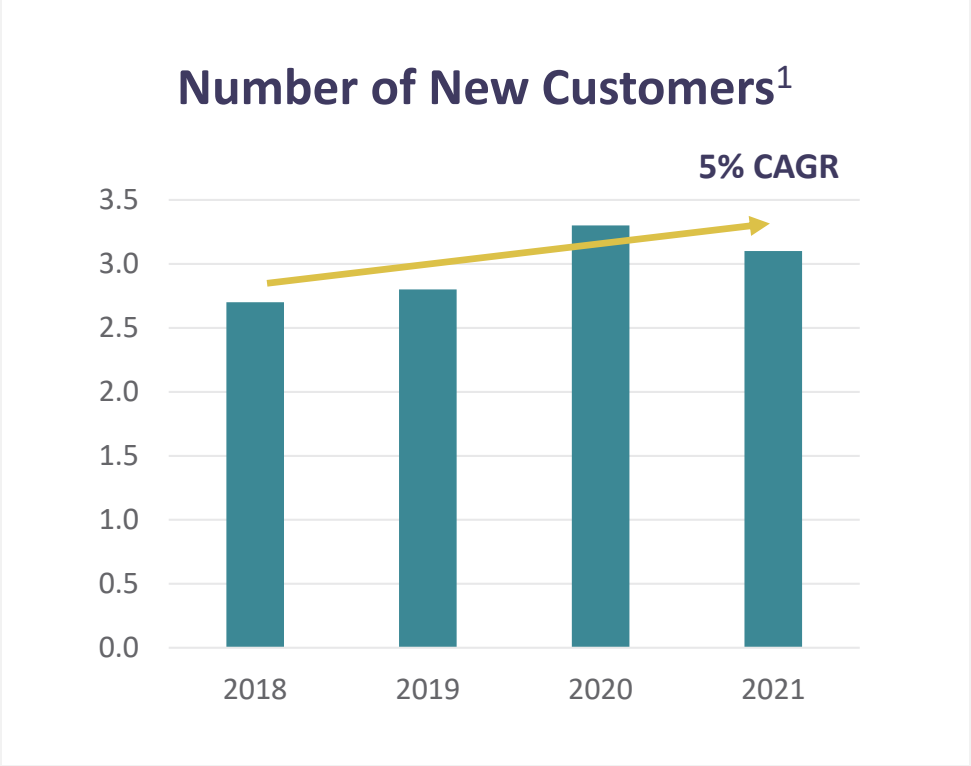
- More loyal
- More affluent
- More time & passion for shopping
- Appreciates a deal, but pays for quality

Source: Customer Surveys, Morning Consult

Sources: US Bureau of Labor Statistics, The NPD Group, QXH Database Analytics, US Census Bureau
The percentages in the table represent the age mix of QxH customers in the respective years and the US population as estimated by the US Census Bureau for 2020. The average income is $97K for QxH customers and $68k for the US population.

Accelerating Acquisition

QxH



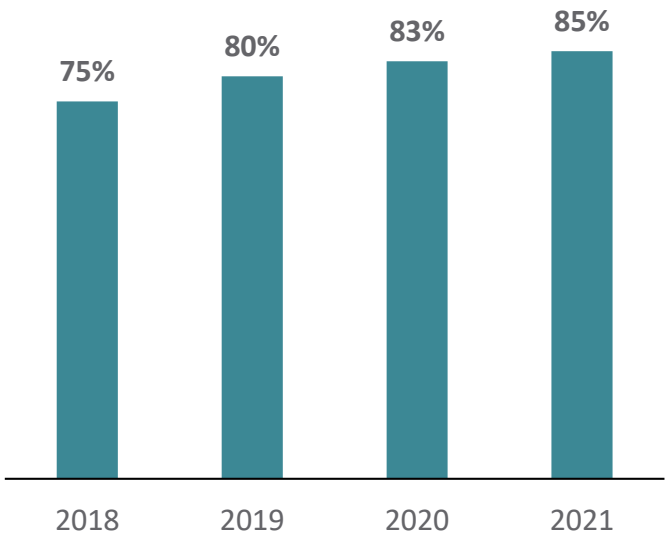
- Strengthening our position in the marketplace
- Diversifying our marketing investment
- Leveraging new product & service offerings
- Growing our vCommerce reach

[1]LTM ended September 2021. In millions.

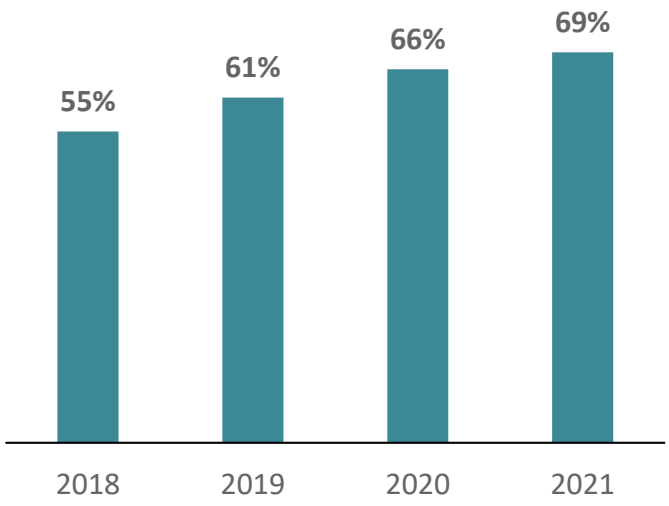
Driving Digital Onboarding

QxH

First Purchase Online

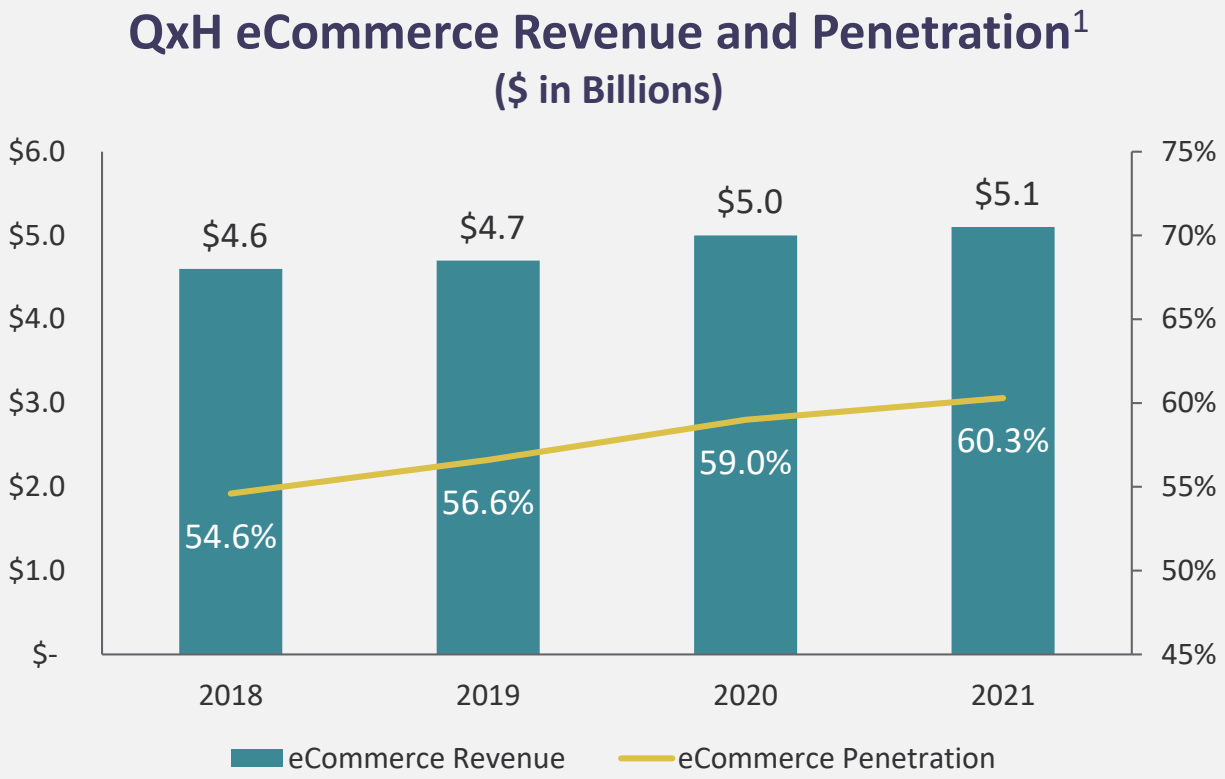


First Purchase Off-Air Item



LTM ended September 2021
Off-air is a purchased item that was not shown on air that calendar day.

Accelerate eCommerce



[1]LTM ended September

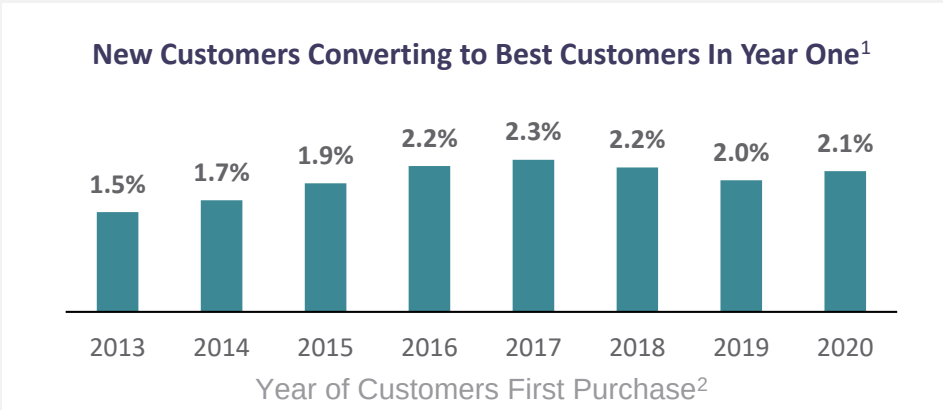
“Subscription Like” Power of the Best Customers

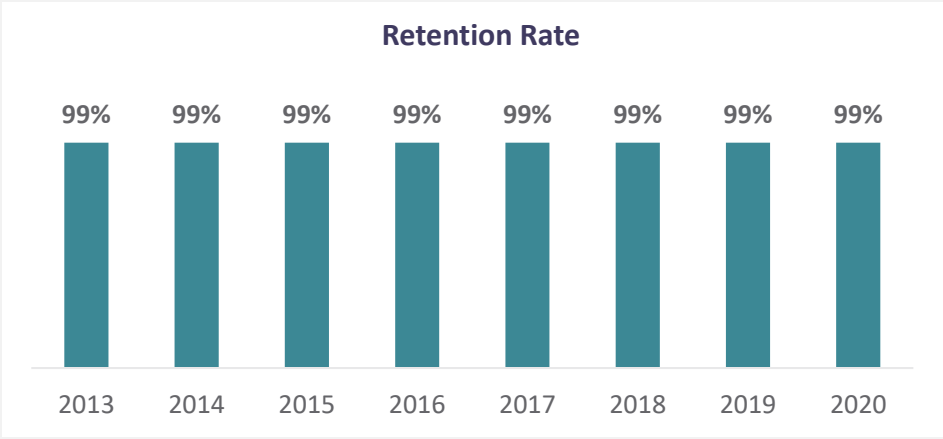
BEST CUSTOMER

20+ units purchased in the past 12 months

- **16%** of all customers
- **70%** of shipped sales
- **72** items per year
- **$3,402** average revenue per customer
- **33** web visits per month
- **18** days tuned in per month

QVC US





[1]Customers who became a 20+ unit customer in their first year.
[2]Represents customers who made their first purchase in the 12 months ended September 30 of each respective year, and became a best customer in the 12 months following first purchase. Best customer data as LTM ended September 2021. Retention rate is LTM ended September for the respective year.
Retention rate refers to customers who purchased in the current and preceding year.

The Outsized Impact of our Best Customers

Category performance largely reflects Customer behavior and widespread product scarcity





= Home ★ = Top 3 Categories

= Fashion ● | ● | ● = YTD YoY Total Category Trend



All statistics are YTD as of 9/30/2021

On-Air includes purchases of items made within 24 hours of the item appearing in daily programming.

Financial Overview

QRI's Significant Global Scale

Last 12 Months Ended September 30, 2021

Supply Chain

19 Fulfillment Centers

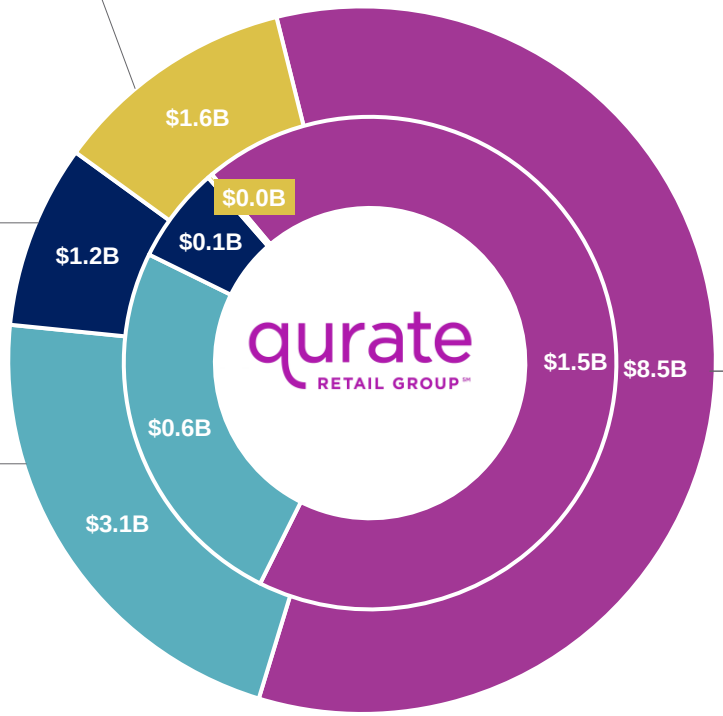
35 Countries of Origin

Media Powerhouse

14 Linear TV Channels

20 hours / day Live TV

200M+ Homes Reached



Net Revenue $14.4B (Outer)

Adjusted OIBDA $2.2B (Inner)

Global Customer Base

~24M Customers

332M Units Shipped

3 Continents

QxH Proprietary Brands

154 Team Members

36 Total Brands:

17 Culinary / Home

19 Apparel / Fashion

Navigating Rapidly Changing Macro Factors

Taking strategic action to reignite customer base as COVID restrictions lift

Nine Months Ended September 30, 2021

QxH Category Dynamics

Fashion Rebound

Narrow-based Beauty Recovery

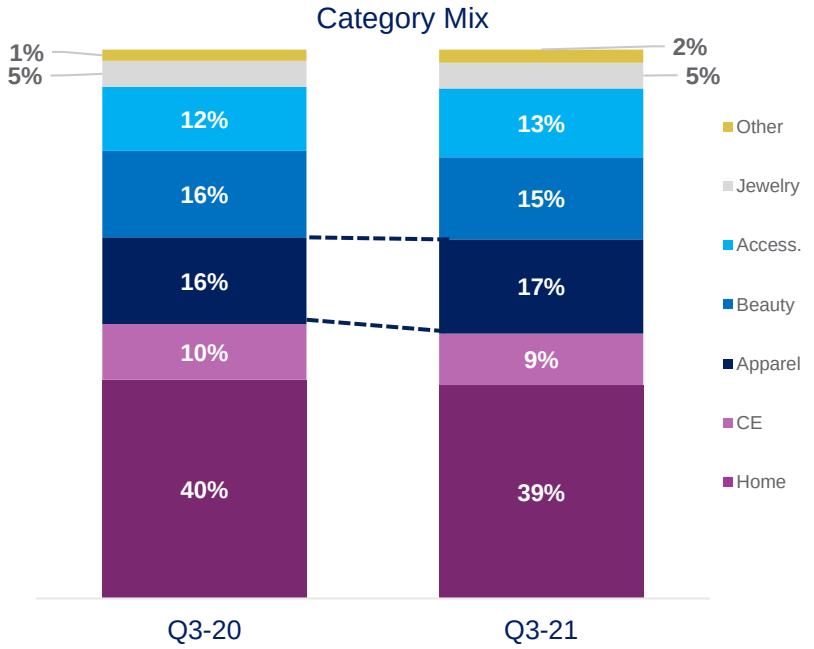
Home & Consumer Electronics Decelerate

Changing Macro Landscape

Supply Chain Disruption

Product Scarcity

Wide-spread Cost Inflation



- 80% TSV inventory arrived late | 60% > 2 weeks delayed
- 30 – 45% Global TSVs rescheduled
- Shipping container cost > 2.5x 2020 level
- Increased fulfillment center wages 20 – 25%

- Strategically adjusting price
- Piloting micro-fulfillment to relieve seasonal labor shortages
- Diversifying suppliers (Inventory & Transportation)
- Scheduling earlier receipts (≤ 2 months) to hedge delivery delays
- Jointly chartered ships to clear ~70% container backlog
- Diverting shipments through less congested ports
- Rerouting inland shipments

Category Mix data represents QxH for the Nine Months Ended September 30, 2021

QVC's Resilient Financial Profile

Strong Adjusted OIBDA and Free Cash Flow Generation

	2019	2020	LTM 9/30/21
Adjusted OIBDA	$1,982	$2,057	$2,115
Net Cash from Operations (excluding Working Capital)	$1,468	$1,506	$1,513
Working Capital[1]	(146)	728	(281)
TV Distribution Rights	(134)	(56)	(199)
Capital Expenditures	(291)	(218)	(223)
Dividend to Non-Controlling Interest	(40)	(62)	(62)
Free Cash Flow (FCF)	$857	$1,898	$748

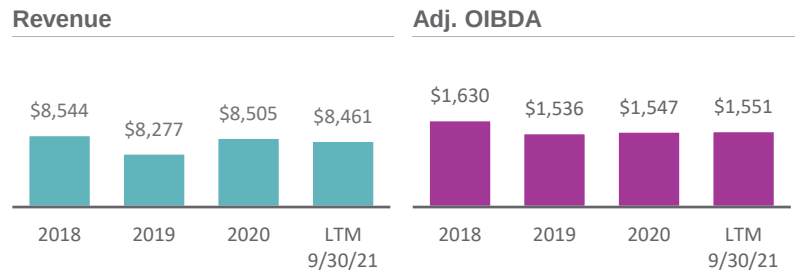
Incremental Adj. OIBDA and cash flow at QRI level provides parent support for QVC and supplements shareholder return

- 2020 FCF bolstered by discrete working capital enhancements and off-year TV carriage contract renewal cycle

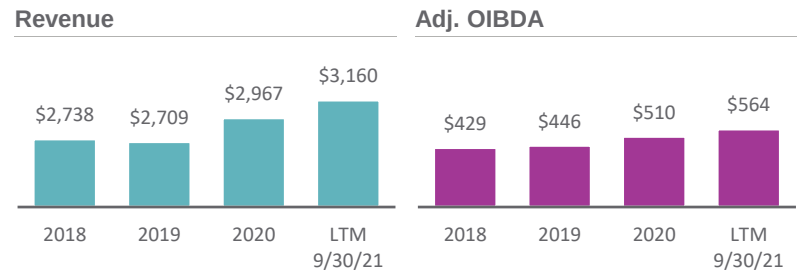
1. Working Capital = Changes in Operating Assets and Liabilities

QVC, Inc. Revenue and Adj. OIBDA by Segment

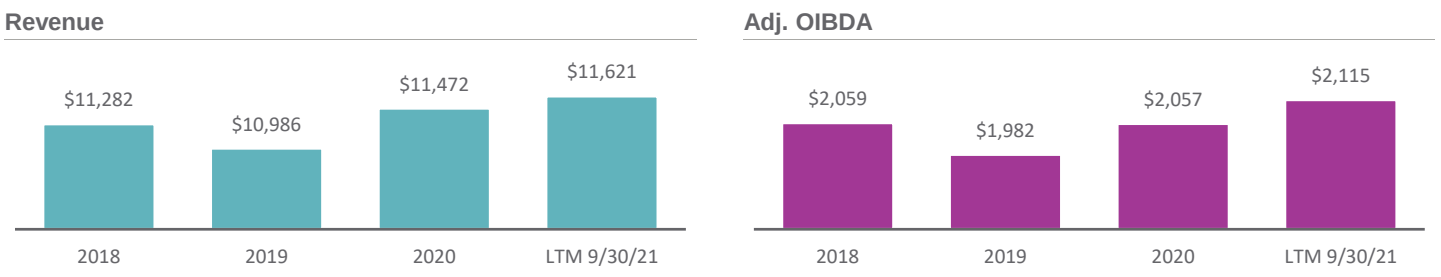
QxH ($M)



QVC Int'l ($M)



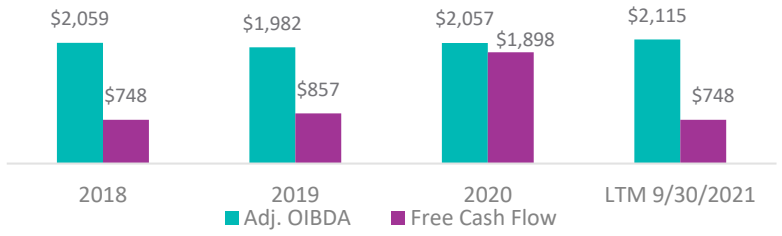
QVC, Inc. ($M)



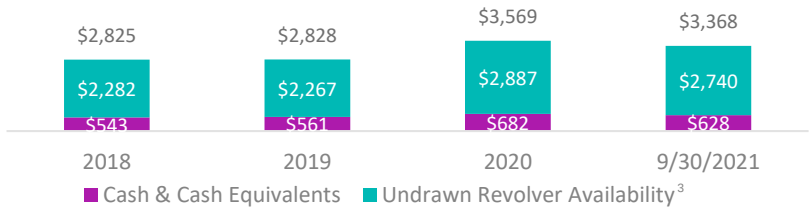
Financial Strength

Consistent high-level of Adj. OIBDA and significant FCF with substantial liquidity

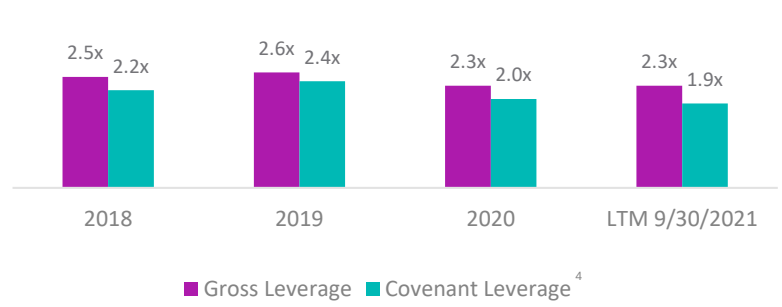
QVC, Inc. Adjusted OIBDA & Free Cash Flow ($M)[1]



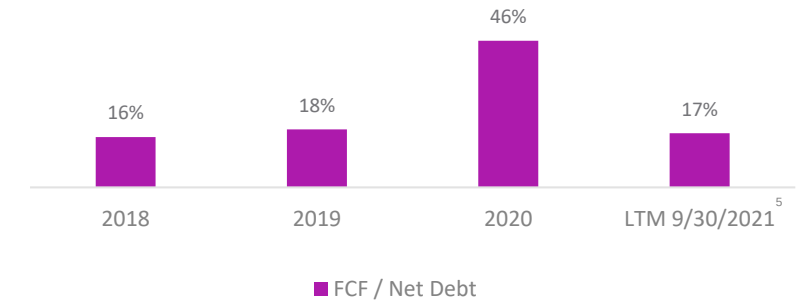
QVC, Inc. Liquidity ($M)[2]



QVC, Inc. Gross & Covenant Leverage (based on RCF calculation)[4]



QVC, Inc. Free Cash Flow / Net Debt

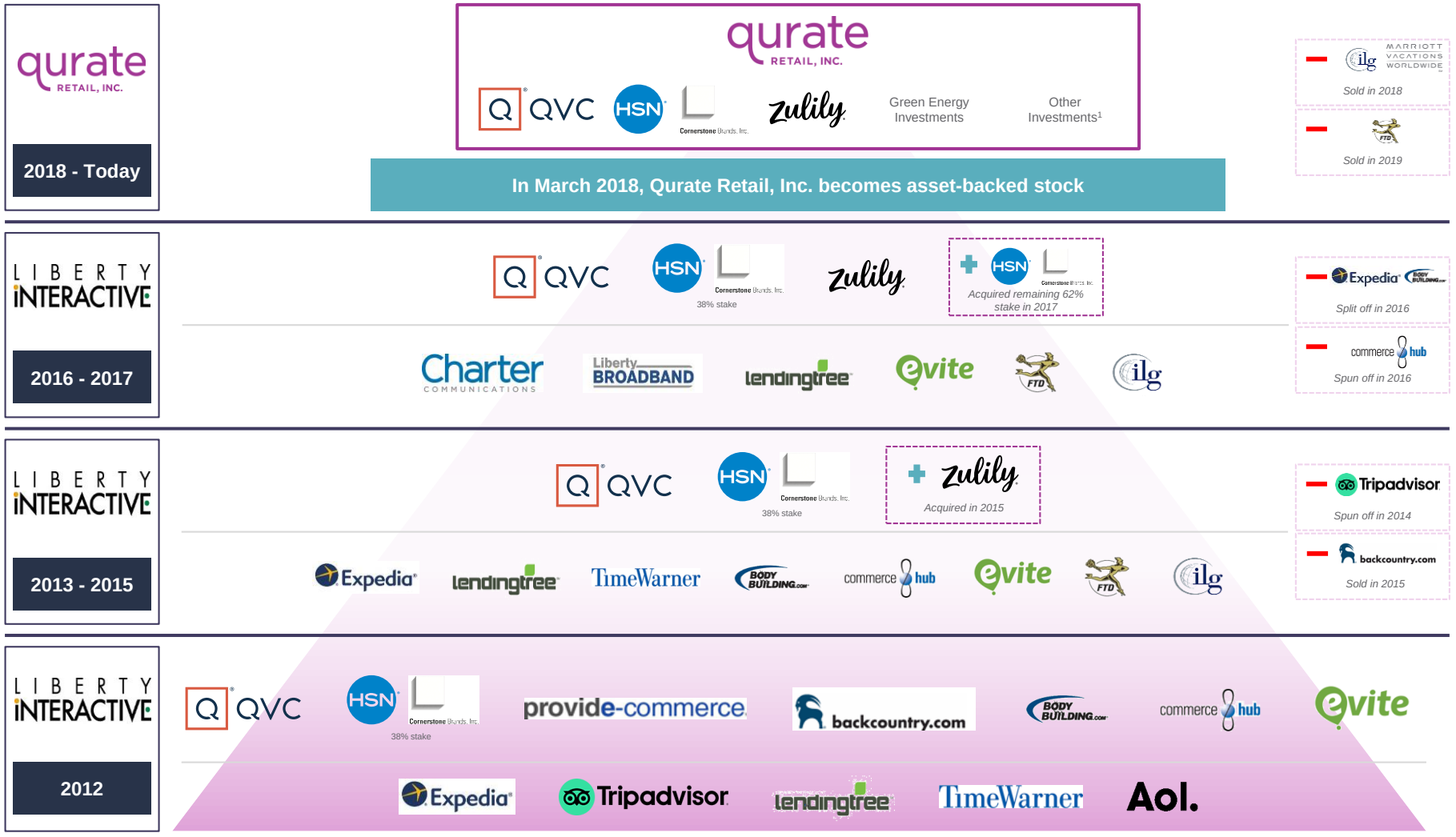


Note: Data includes QxH and QVC International financials unless otherwise noted; [1] Free Cash Flow for QVC, Inc., reconciliation provided on slide 34. QVC, Inc. operating income and net cash provided by operating activities can be found in QRI's earnings release and QVC's Forms 10-Q and 10-K for the respective time periods; [2] Includes cash and cash equivalents for QVC, Inc. plus undrawn revolver availability on QVC, Inc.'s $3.25b Credit Facility ($3.65b in 2018-2019 and $2.95b in 2020), pro forma for $315m drawdown to fund redemption of 3.50% exchangeable senior debentures. Available liquidity under the revolver is subject to the 4.5x (3.5x in 2018-2020) maximum consolidated debt ratio test; [3] Undrawn revolver excludes outstanding letters of credit; [4] As defined in QVC, Inc.'s credit facility and based on combined adjusted OIBDA of QVC, Inc., Zulily, LLC and Cornerstone Brands. Pro forma for amendment to credit agreement on 10/27/21. Among the definitional changes to QVC, Inc. leverage, two primary revisions include (a) Cornerstone added to the borrowing group and (b) recognition of all unrestricted cash of the borrowers and their restricted subsidiaries. The primary revisions reduce leverage from 2.1x to 1.9x as of September 30, 2021 on a pro forma basis. Leverage ratio excludes debt at Liberty Interactive LLC; 5 QVC, Inc. net debt pro forma for redemption of 3.5% exchangeable senior debentures and $315m RCF drawdown to fund redemption of 3.50% exchangeable senior debentures.

Credit Highlights

Evolution of Qurate Retail, Inc.

Qurate Retail began as a collection of retail, media, and e-commerce assets complicating sector coverage. Now QRI is predominantly retail-focused



[1] Other assets include, among others, comScore, Liberty Technology Venture Capital II, NetBase Solutions, and LIC Sound, LLC.

Introduction to Qurate Retail, Inc. Capital Structure

Qurate Retail, Inc.

$1.26b 8.000% due 03/15/2031 (preferred)[1]

Total: $1.26bn (3.4x[2])

- Preferred stock issuance in 2020 as a tax-free dividend to common shareholders
- Missed payments result in rate step-up and potentially right to elect board seat(s), but not acceleration
- Purpose to (a) deliver income and attract a new investor base via preferred dividend, and (b) highlight favorable free cash flow yield for remaining common shares

Liberty Interactive LLC (B2/B/BB)

$287m 8.500% due 07/15/2029
$429m 4.000% due 11/15/2029[3]
$505m 8.250% due 02/01/2030
$431m 3.750% due 02/15/2030[3]
$332m 1.750% due 09/30/2046[4]

Total: $1.98bn (2.8x[5])

- Legacy securities expected to be addressed primarily with free cash flow over time
- 4% 2029, 3.75% 2030: Exchangeable into shares of TMUS and LUMN (conversion thresholds materially above today's equity values)
  - Qurate has a deferred tax liability that would become a cash obligation in the year debt is retired. Based on current tax code, if 100% of these Exchangeables were retired in 2021, the liability would be $835m, not including any offsets from disallowed interest deductions
- 1.75% 2046 exchangeable into shares of CHTR; Qurate is indemnified by subsidiaries of Liberty Broadband Corporation for any cash obligation above face value related to the price of CHTR shares

QVC, Inc. (Ba2/BB+/BBB-)

$3.25b RCF due 10/27/2026
$750m 4.375% due 03/15/2023
$600m 4.850% due 04/01/2024[6]
$600m 4.450% due 02/15/2025[6]
$575m 4.750% due 02/15/2027[6]
$500m 4.375% due 09/01/2028[6]
$400m 5.450% due 08/15/2034[7]
$300m 5.950% due 03/15/2043
$225m 6.375% due 09/13/2067 (retail pref.)[8]
$500m 6.250% due 11/26/2068 (retail pref.)[9]

Total: $5.05bn[10] (1.9x[11])

- Seven securities (2023-2043 notes) in Bloomberg Barclays High Yield Index
- All notes are secured, with a Change of Control covenant and Restricted Payments test (subject to 3.5x EBITDA)
- **Qurate has publicly stated a leverage target of 2.5x or better at the QVC level**
- 2067, 2068 notes issued in 2018 and 2019 respectively, prior to downgrade from investment grade April 2020
- RCF was recently amended to extend maturity and upsize from $2.95b to $3.25b (though RCF size prior to amendment in 2019 was $3.65b)
  - Cornerstone Brands added as co-borrower to improve overall pricing terms and eliminate the need for multiple facilities; to the extent either Zulily or Cornerstone Brands has no balance under the revolver and QVC is in compliance with covenants, it can be removed from the facility at Qurate's discretion

Total QRI, net: $7.49bn (net of $798m cash and inclusive of preferred)

As of 9/30/21, pro forma for redemption of 3.50% exchangeable senior debentures, which will be redeemed in full on 12/13/21 for any debentures not previously properly surrendered for exchange. Liberty Interactive LLC and QVC exchangeables shown at face value.

(1) Callable at par on or after 09/15/2025
(2) Net leverage and includes debt at QVC, Inc. and Liberty Interactive LLC; based on $2,213m QRI Adj. OIBDA and $798m QRI cash
(3) Callable at par now
(4) Putable/Callable at par on or after 10/05/2023
(5) Net leverage and includes debt at QVC, Inc.; based on $2,213m QRI Adj. OIBDA and $798m QRI cash
(6) Callable at par 3 months prior to maturity
(7) Callable at par 6 months prior to maturity
(8) Callable at par on or after 09/13/2023
(9) Callable at par on or after 11/26/2024
(10) $120m drawn on RCF at 9/30/2021 and includes $163m capital leases at QVC, Inc.; pro forma for $315m drawdown to fund redemption of 3.50% exchangeable senior debentures
(11) Based on $2,213m QRI Adj. OIBDA and $798m QRI cash

Closer Look at QVC, Inc. Debt Stack

QVC, Inc. (Ba2/BB+/BBB-)	**Credit Facility Leverage**[1]	**Bond Indenture Leverage**	**Highlight Covenants**[2]
$3.25b revolver due 2026[2]	1.9x net (2.3x gross)	<u>Non-2028s</u> 2.4x gross 2.4x net <u>2028s</u> 2.4x gross 2.1x net	RCF secured pari passu with notes • 100% netting of unrestricted cash of all co-borrowers (QVC, Inc., Zulily, and Cornerstone) • 4.5x maintenance covenant
$750m 4.375% due 03/15/2023 $600m 4.850% due 04/01/2024 $600m 4.450% due 02/15/2025 $575m 4.750% due 02/15/2027 $500m 4.375% due 09/01/2028 $400m 5.450% due 08/15/2034 $300m 5.950% due 03/15/2043 $225m 6.375% due 09/13/2067 (retail pref.) $500m 6.250% due 11/26/2068 (retail pref.)			All notes are secured • Calculation of Indebtedness for all except 2028 notes does not include full cash netting; 2028 notes allow 100% netting of unrestricted cash of QVC, Inc.[3] • Leverage for bonds based on QVC, Inc. Consolidated Cash Flow per bond indenture calculations (does not include Zulily or Cornerstone Brands) • 3.5x restricted payment test • Change of Control covenant at 101
Total: $5.05bn[4]			

[1] As defined in QVC, Inc.'s credit facility and based on combined adjusted OIBDA of QVC, Inc., Zulily, LLC and Cornerstone Brands. Pro forma for amendment to credit agreement on 10/27/21. Among the definitional changes to QVC, Inc. leverage, two primary revisions include (a) Cornerstone added to the borrowing group and (b) recognition of all unrestricted cash of the borrowers and their restricted subsidiaries. The primary revisions reduce leverage from 2.1x to 1.9x as of September 30, 2021 on a pro forma basis. Leverage ratio excludes debt at Liberty Interactive LLC; [2] Credit agreement and bond indentures include additional covenants and terms; [3] $628m QVC, Inc. cash and cash equivalents as of 9/30/21; [4] $120m drawn on RCF at 9/30/2021 and includes $163m capital leases at QVC, Inc.; pro forma for $315m drawdown to fund redemption of 3.50% exchangeable senior debentures

QVC, Inc. Today vs. YE 2019

		YE 2019	Today[1]	
Issue Ratings	S&P	BBB-	BB+	S&P reduced QVC's issue rating in April 2020 citing their belief that economic slowdown and secular headwinds would negatively impact the company…
	Moody's	Ba2	Ba2	
	Fitch	BBB-	BBB-	
Key Stats	Revenue	$11.0b	$11.6b	…however since that time, QVC metrics are only better (revenue, Adj. OIBDA, customers all up 5+% from YE 2019) with continued commitments to remain at 2.5x leverage or better and shareholder activities funded with excess cash flow
	Adj. OIBDA	$2.0b	$2.1b	
	Customers	15.2m	16.0m	
	Net debt	$4.7b	$4.4b[2]	
	Covenant leverage	2.4x	1.9x[3]	
	Stated leverage target	2.5x or better (no change)		

[1] Key stats as of last 12 months ended September 30, 2021; [2] Pro forma for $315m RCF drawdown to fund redemption of 3.50% exchangeable senior debentures; [3] As defined in QVC, Inc.'s credit facility and based on combined adjusted OIBDA of QVC, Inc., Zulily, LLC and Cornerstone Brands. Pro forma for amendment to credit agreement on 10/27/21. Among the definitional changes to QVC, Inc. leverage, two primary revisions include (a) Cornerstone added to the borrowing group and (b) recognition of all unrestricted cash of the borrowers and their restricted subsidiaries. The primary revisions reduce leverage from 2.1x to 1.9x as of September 30, 2021 on a pro forma basis. Leverage ratio excludes debt at Liberty Interactive LLC.

QVC, Inc. Key Credit Highlights

Significant Global Scale

- **200M+ homes** via broad distribution of direct-to-consumer access and **16M customers**
- **14 linear TV networks** delivering 20 hours of live TV each day
- **$11.6B** Revenue and **$2.1B** Adjusted OIBDA[1]

Passionate and Engaged Loyal Customer Base

- Strong customer demand and viewership gains across multiple platforms; acceleration of digital trends
- **99% retention among best customers**, continuing multi-year trend
- Rapidly adapted product offering and programming, driving meaningfully improved sales, new customer growth trends and strong lifetime value among new customers

Significant Cash Flow Generator with Low Leverage

- Generated **$748M free cash flow**[2], representing 35% conversion of Adj. OIBDA
- High normalized free cash flow conversion from Adj. OIBDA each year
- **Covenant leverage 1.9x**[3] as of 9/30/21

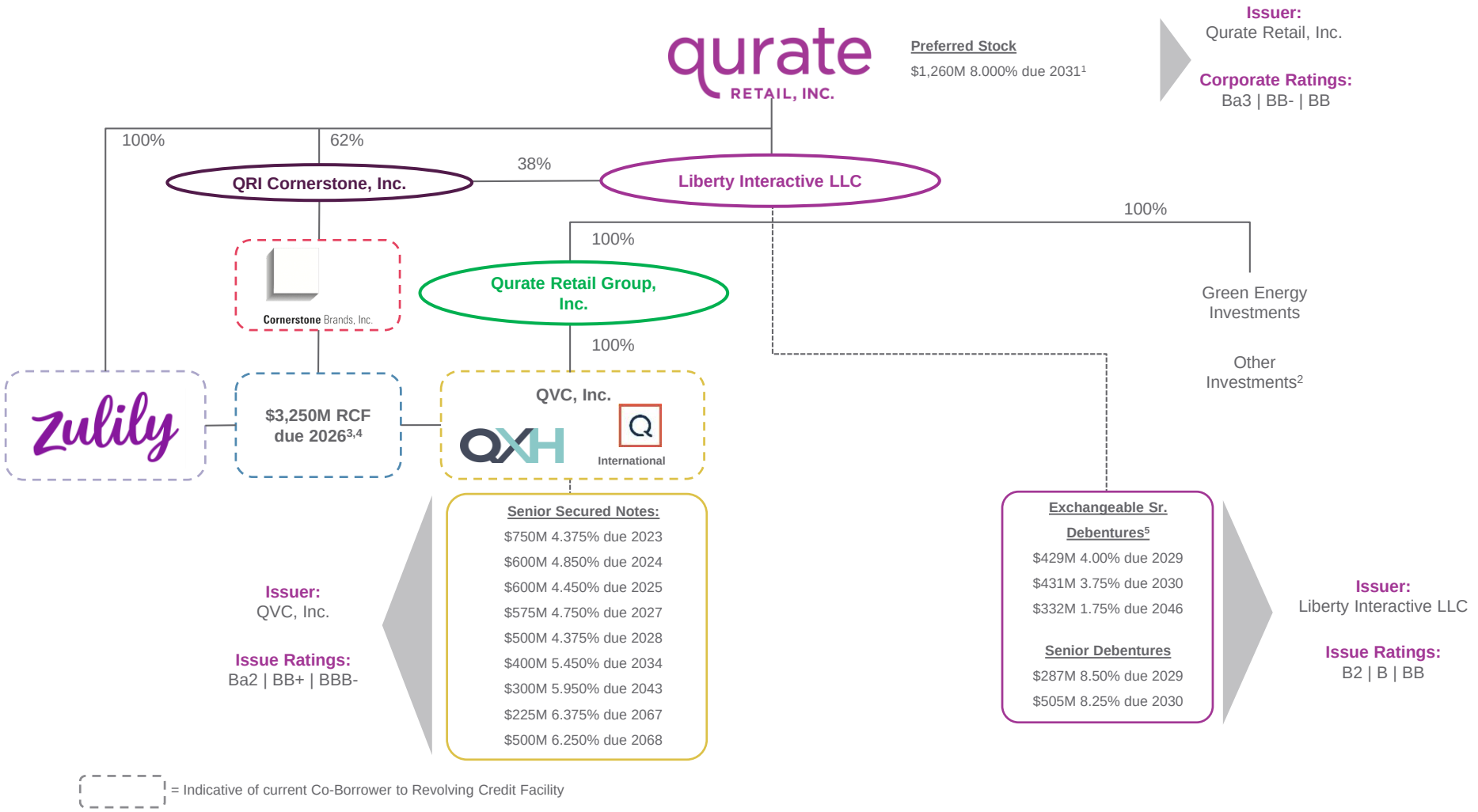
Conservative Financial Policy at QRI

- Recent QVC capital structure improvements:
  - **Refinanced QVC revolver** (upsized to $3.25b, extended maturity to 2026, expanded borrowing group to include QVC, Zulily and Cornerstone, and 100% unrestricted cash netting)
  - Will **redeem 100% of MSI Exchangeables in Q4 2021** (simplifies balance sheet and $10m annual interest savings; cost to redeem $315m, net of MSI total return swap unwind proceeds vs. $549m market value at 9/30; expect additional associated tax liability of $105m)
- **Maintain 2.5x target leverage or better** at QVC, Inc. and proactively address near-term debt maturities
- Significant liquidity through undrawn revolver, ample cash balances and strong cash flow
- Shareholder actions, including share repurchases and dividends, funded by excess free cash flow
- QRI deferred tax liabilities **less than 0.4x of LTM Adj. OIBDA**[4]; can be managed over time with free cash flow generation

Note: Data LTM 9/30/21 unless otherwise noted and includes QxH and QVC International financials; [1] See reconciliation on page 33; [2] See reconciliation on page 34; [3] As defined in QVC, Inc.'s credit facility and based on combined adjusted OIBDA of QVC, Inc., Zulily, LLC and Cornerstone Brands. Pro forma for amendment to credit agreement on 10/27/21. Among the definitional changes to QVC, Inc. leverage, two primary revisions include (a) Cornerstone added to the borrowing group and (b) recognition of all unrestricted cash of the borrowers and their restricted subsidiaries. The primary revisions reduce leverage from 2.1x to 1.9x as of September 30, 2021 on a pro forma basis. Leverage ratio excludes debt at Liberty Interactive LLC; [4] From contingent interest deductions on the 3.75% and 4.00% exchangeable debentures (see Qurate Retail, Inc.'s 2021 Investor Day presentation for additional information). Calculated as approximately $835m of deferred income tax liabilities related to contingent interest on 3.75% and 4.00% exchangeable bonds as of 12/31/21 divided by LTM 9/30/21 QRG Adj. OIBDA.

Appendix

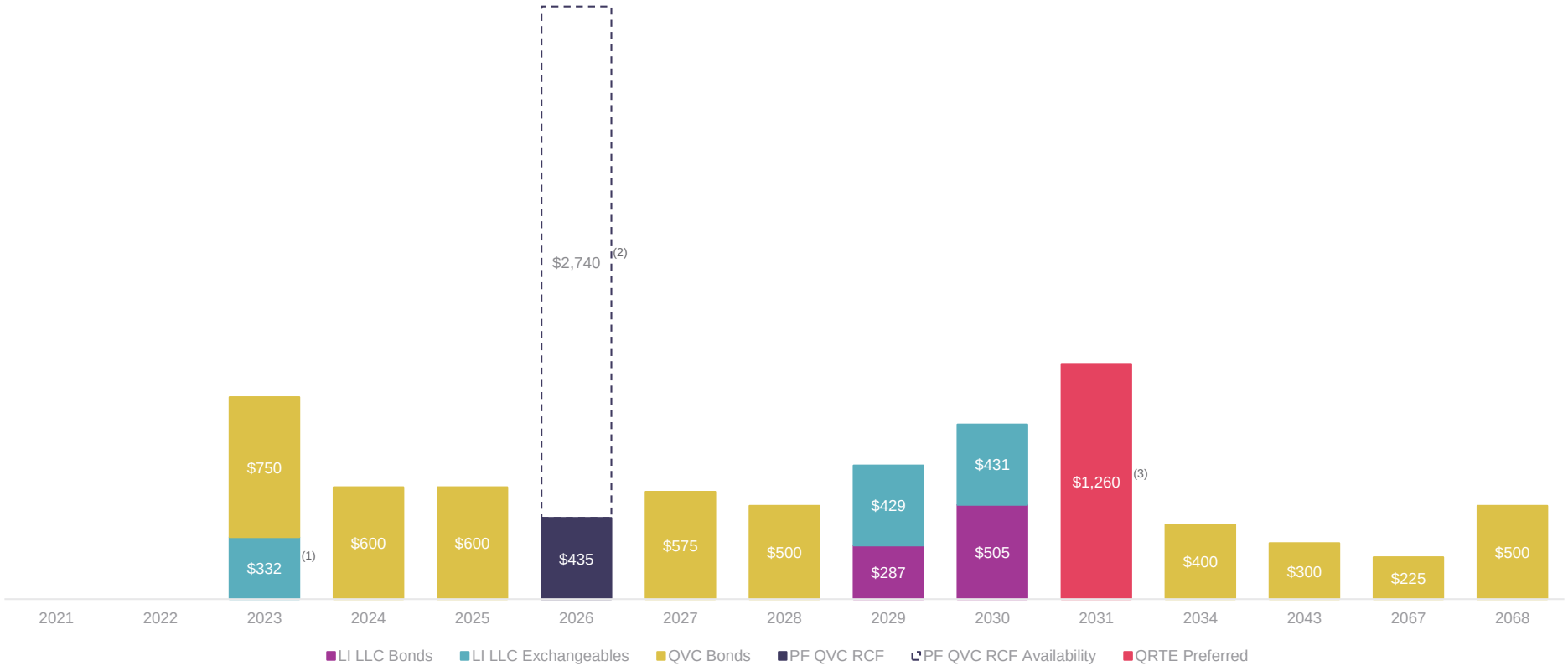
Qurate Retail, Inc. Organizational Structure



Note: Debt amounts are as of 9/30/21, pro forma for redemption of 3.50% exchangeable senior debentures, which will be redeemed in full on 12/13/21 for any debentures not previously properly surrendered for exchange. [1] Liquidation value of the preferred stock as of 9/30/21; [2] Other assets include, among others, comScore, Liberty Technology Venture Capital II, NetBase Solutions, and LIC Sound, LLC; [3] Pro forma for amendment to credit agreement on 10/27/21. $120m drawn as of 9/30/21; [4] RCF will be used to fund redemption of 3.50% exchangeable senior debentures. Issued notice for 3.50% exchangeable senior debentures to redeem in full on 12/13/21 any debentures not previously properly surrendered for exchange; [5] Adjusted principal amount.

Qurate Retail, Inc. Debt Maturity Profile

Debt Maturity Schedule ($ Millions)



As of 9/30/21. Liberty Interactive LLC and QVC exchangeables shown at face value. Debt and maturity profile shown pro forma for redemption of 3.50% exchangeable senior debentures, which will be redeemed in full on 12/13/21 for any debentures not previously properly surrendered for exchange. Assumes $315m net cost for redemption funded with revolver draw.

(1) 1.75% CHTR exchangeable at par; indemnification asset from Liberty Broadband covers exchange value.

(2) Available capacity shown pro forma for $315m drawdown to fund redemption of 3.50% exchangeable senior debentures. Undrawn revolver excludes outstanding letters of credit. Total pro forma revolver capacity is $3.25b.

(3) Liquidation value of the preferred stock as of 9/30/21.

Non-GAAP Information – Preliminary Note

Non-GAAP Measures

To provide investors with additional information regarding our financial results, this presentation includes Adjusted OIBDA, which is a non-GAAP financial measure, for Qurate Retail, Inc. ("Qurate Retail"), QVC, Inc. ("QVC"), Zulily and Cornerstone together with a reconciliation to that entity or such businesses' operating income, as determined under GAAP. We define Adjusted OIBDA as operating income (loss) plus depreciation and amortization, stock-based compensation, separately reported litigation settlements, restructuring, acquisition and other related costs and impairments. The presentation also includes Adjusted OIBDA margin, which is also a non-GAAP financial measure. We define Adjusted OIBDA margin as Adjusted OIBDA divided by Revenue.

We believe Adjusted OIBDA is an important indicator of the operational strength and performance of our 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, we view 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 Qurate Retail's and QVC's management considers in assessing the results of operations and performance of its assets. Please see the attached schedules for applicable reconciliations.

This presentation includes reference to free cash flow, which is a non-GAAP financial measure for Qurate Retail and QVC. Free cash flow is defined as cash flows from operating activities less capital expenditures, expenditures for television distribution rights, investments in green energy (in the case of Qurate Retail only) and dividends paid to non-controlling interests. We believe free cash flow is an important indicator of the financial stability of our business. We believe cash flows from operating activities is the most directly comparable GAAP measures. Free cash flow is not meant to replace or supersede this GAAP measure, but rather to supplement such GAAP measures in order to present investors with a supplemental metric of financial performance. Please see the reconciliation of free cash flow to cash flows from operating activities calculated in accordance with GAAP for Qurate Retail and QVC on slides 37 and 34, respectively, of this presentation.

QVC, Inc. Reconciling Schedule

QVC, Inc. Operating Income to Adjusted OIBDA

($M)	2018	2019	2020	LTM 9/30/2021
Operating Income	**$1,512**	**$1,327**	**$1,567**	**$1,647**
Depreciation & Amortization	411	468	453	424
Stock compensation	46	39	37	44
Impairment of Intangible Assets	30	147	0	0
Transaction-related costs	60	1	0	0
Adjusted OIBDA	**$2,059**	**$1,982**	**$2,057**	**$2,115**
Adj. OIBDA Margin	***18%***	***18%***	***18%***	***18%***

Note: The table above provides a reconciliation for QVC, Inc.'s adjusted OIBDA to operating income in accordance with US GAAP for the periods reflected

QVC, Inc. Reconciling Schedule (cont'd)

QVC, Inc. Net Cash Provided by Operating Activities to Free Cash Flow

($M)	2018	2019	2020	LTM 9/30/2021
Net cash provided by operations activities	**$1,156**	**$1,322**	**$2,234**	**$1,232**
Capital Expenditures	(228)	(291)	(218)	(223)
TV Distribution Rights	(140)	(134)	(56)	(199)
Dividend paid to non-controlling interest	(40)	(40)	(62)	(62)
Free Cash Flow	**$748**	**$857**	**$1,898**	**$748**
Adjusted OIBDA Conversion	***36%***	***43%***	***92%***	***35%***

Note: The table above provides a reconciliation for QVC, Inc.'s free cash flow to net cash provided by operating activities in accordance with US GAAP for the periods reflected

QRG LTM 9/30/21 Adj. OIBDA reconciliation

Adjusted OIBDA ($M)	4Q20	1Q21	2Q21	3Q21	LTM 09/30/2021
QVC					
Operating income	$528	$381	$422	$316	$1,647
Depreciation and amortization	109	102	102	111	424
Stock compensation	11	9	11	13	44
Adjusted OIBDA	**$648**	**$492**	**$535**	**$440**	**$2,115**
QxH Adjusted OIBDA	**$486**	**$349**	**$391**	**$325**	**$1,551**
QVC International Adjusted OIBDA	**$162**	**$143**	**$144**	**$115**	**$564**
Zulily					
Operating income (loss)	($15)	($18)	($15)	($40)	($88)
Depreciation and amortization	20	20	20	20	80
Stock compensation	4	4	4	3	15
Adjusted OIBDA	**$9**	**$6**	**$9**	**($17)**	**$7**
Cornerstone					
Operating income	$34	$21	$44	$16	$115
Depreciation and amortization	6	6	7	8	27
Stock compensation	-	-	1	-	1
Adjusted OIBDA	**$40**	**$27**	**$52**	**$24**	**$143**
QRG Adjusted OIBDA	**$697**	**$525**	**$596**	**$447**	**$2,265**

QRI Reconciling Schedule

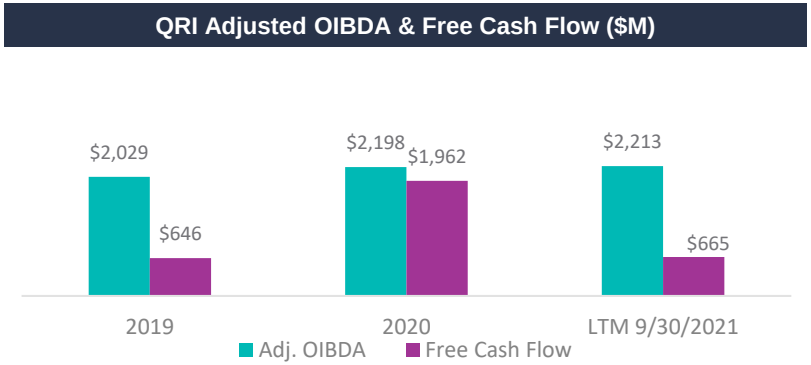
QRI Operating Income to Adjusted OIBDA

($M)	2018	2019	2020	LTM 9/30/2021
Operating Income	**$1,324**	**$184**	**$1,572**	**$1,610**
Depreciation & Amortization	637	606	562	531
Stock compensation	88	71	64	72
Impairment of Intangible Assets	33	1,167	0	0
Transaction-related costs	72	1	0	0
Adjusted OIBDA	**$2,154**	**$2,029**	**$2,198**	**$2,213**
Adj. OIBDA Margin	***15%***	***15%***	***16%***	***15%***

Note: The table above provides a reconciliation for QRI's adjusted OIBDA to operating income in accordance with US GAAP for the periods reflected

QRI Reconciling Schedule (cont'd)

QRI Net Cash Provided by Operating Activities to Free Cash Flow



($M)	2019	2020	LTM 9/30/2021
Net cash provided by operations activities	**$1,284**	**$2,455**	**$1,315**
Capital Expenditures	(325)	(257)	(261)
TV Distribution Rights	(134)	(56)	(199)
Less: Investments in Green Energy[1]	(139)	(118)	(128)
Dividend paid to non-controlling interest	(40)	(62)	(62)
Free Cash Flow	**$646**	**$1,962**	**$665**
Adjusted OIBDA Conversion	***32%***	***89%***	***30%***

[1] Included within investments in and loans to cost and equity investees

Note: The table above provides a reconciliation for QRI's free cash flow to net cash provided by operating activities in accordance with US GAAP for the periods reflected