# FORM 4

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

OMB APPROVAL
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(Instr. 4)

(Instr. 4)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Responses	s)													
1. Name and Address of Reporting Person* ROSENTHALER ALBERT E				2. Issuer Name and Ticker or Trading Symbol Liberty Interactive Corp [LINTA]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 12300 LIBERTY BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 02/27/2012							X_Officer (give title below) Other (specify below) Senior Vice President					
(Street) ENGLEWOOD, CO 80112				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting Person				
(Cit		(State)	(Zip)	Table I - Non-Derivative Securities Acqu							ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	on Date, if	(Instr. 8)		4. Securit (A) or Di (Instr. 3,		d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
			(World Buy Tour		Code V		Amour	Amount (A) or (D)					or Indirect (I) (Instr. 4)		
Series A Liberty Interactive Common Stock			02/27/2012			М		76,88	7 A	\$ 10.27	112,633			D	
Series A Liberty Interactive Common Stock		02/27/2012			M		64,88	5 A	\$ 2.91	177,518			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		1,010	D	\$ 18.3	176,508			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		5,046	D	\$ 18.31	171,462			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		6,497	D	\$ 18.37	164,965			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		8,656	D	\$ 18.34	156,309			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		9,686	D	\$ 18.25	146,623			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		11,79	5 D	\$ 18.26	134,828			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		13,93	6 D	\$ 18.34	120,892			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		13,95	3 D	\$ 18.3	106,939			D		
Series A Liberty Interactive Common Stock		02/27/2012			F		13,96	9 D	\$ 18.26	92,970			D		
Series A Liberty Interactive Common Stock		02/27/2012		S 57,224 D \$ 18.29 35,746			D								
Series A Liberty Interactive Common Stock										12,128.103 (2)		I	By 401(k) Savings Plan		
Reminder:	Report on a s	separate line for eacl	n class of securities b	peneficially o	wned di	irectly o	Pers in th	sons wh	are no	t required	e collection o d to respond o ol number.				1474 (9-02)
			Table II	- Derivative (e.g., puts, o							Owned				
1. Title of Derivative Conversion Security  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)		4. Transaction Code	5. Num	nber ivative ries red (A) posed	6. Date l Expirati	Exercisat on Date	exercisable and on Date Oay/Year) 7.		and Amount erlying les 8 and 4)		9. Number Derivative Securities Beneficiall Owned Following Reported Transaction	Owners Form o Derivat Security Direct ( or Indir	Ownershi (Instr. 4)		

			Code	V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy) - LINTA	\$ 2.91	02/27/2012	М			64,885	(3)	12/16/2015	Series A Liberty Interactive Common Stock	64,885	\$ 0	51,909	D	
Stock Option (right to buy) - LINTA	\$ 10.27	02/27/2012	М			76,887	(4)	12/17/2016	Series A Liberty Interactive Common Stock	76,887	\$ 0	76,888	D	

## **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
ROSENTHALER ALBERT E								
12300 LIBERTY BOULEVARD			Senior Vice President					
ENGLEWOOD, CO 80112								

#### **Signatures**

/s/ Albert E. Rosenthale	•	02/29/2012
**Signature of Reporting Person		Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The price is a weighted average price. These shares were sold in multiple transactions ranging from \$18.23 to \$18.37, inclusive. The reporting person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares sold at each separate price within the range.
- (2) The number of shares reported as held in the reporting person's 401(k) is based on a statement from the Plan Administrator dated as of January 31, 2012.
- (3) The stock options in this grant, representing a right to purchase a total of 207,633 shares, became exercisable in equal installments quarterly over four years from the grant date of December 16, 2008.
- (4) The stock options in this grant, representing a right to purchase a total of 153,775 shares, became exercisable in equal installments quarterly over four years from the grant date of December 17, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.