

FORM 4

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

OMB APPROVAL
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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 Type Responses)

1. Name and Address of Reporting Person DIAS FIONA P <small>(Last) (First) (Middle)</small> 12300 LIBERTY BOULEVARD <small>(Street)</small> ENGLEWOOD, CO 80112 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol Qurata Retail, Inc. [QRTEA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
3. Date of Earliest Transaction (Month/Day/Year) 09/17/2020		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
8% Series A Cumulative Redeemable Preferred Stock	09/14/2020		J	V	239	(1)	A	\$ 0	239	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	V		Date Exercisable	Expiration Date						Title	Amount or Number of Shares		
Restricted Stock Units - QRTEP	(2)	09/14/2020		J	V	269	(3)	(4)	(5)	8% Series A Cumulative Redeemable Preferred Stock	269	(3)	\$ 0	269	(3)	D	
Restricted Stock Units - QRTEP	(6)	09/14/2020		J	V	373	(3)	12/09/2020	12/09/2020	8% Series A Cumulative Redeemable Preferred Stock	373	(3)	\$ 0	373	(3)	D	
Dividend Equivalent Rights - QRTEA	(7)	09/17/2020		A		2,130		(8)	(9)	Series A Common Stock	2,130		\$ 0	2,130		D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIAS FIONA P 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X			

Signatures

/s/ Craig Troyer as Attorney-in-Fact for Fiona P. Dias	09/23/2020
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

On August 21, 2020, the Issuer announced that an authorized committee of the Issuer's board of directors declared a special dividend on each outstanding share of its common stock payable on September 14, 2020 to all holders of record as of 5:00 p.m., New York City time, on August 31, 2020 consisting of (i) a special cash dividend in the amount of \$1.50 per common share and (ii) a special dividend of 0.03 shares

- (1) of newly issued 8.0% Series A Cumulative Redeemable Preferred Stock (the "Preferred Shares"), having an initial liquidation price of \$100 per Preferred Share (the "Dividend"). As a result of the Dividend, the reporting person directly received 239 Preferred Shares. The receipt of Preferred Shares in the Dividend was approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended ("Rule 16b-3").
- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one Preferred Share.
- In connection with the Dividend, all RSUs with respect to the Issuer's common stock ("Original RSUs") were adjusted pursuant to the anti-dilution provisions of the incentive plans under which RSU awards held
- (3) by the reporting person were granted. Each holder of an Original RSU was entitled to receive an RSU with respect to a number of Preferred Shares equal to 0.03 multiplied by the number of shares of common stock underlying the Original RSU, subject to the same terms and conditions as the Original RSU. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.
- (4) Each RSU vests upon the reporting person's termination of service to the Issuer's board of directors.
- (5) Each RSU expires upon the reporting person's termination of service to the Issuer's board of directors.
- (6) Each RSU represents a contingent right to receive one Preferred Share.
- The dividend equivalent rights accrued on Original RSUs (as defined above) held by the reporting person as a result of the Cash Dividend and are subject to the same terms and conditions (including vesting and
- (7) expiration) as the Original RSUs to which they relate. Each dividend equivalent right entitles the reporting person to receive one share of the Issuer's Series A common stock. The grant of dividend equivalent rights was approved by the Issuer's board of directors pursuant to Rule 16b-3.
- (8) Each dividend equivalent right vests upon the reporting person's termination of service to the Issuer's board of directors.
- (9) Each dividend equivalent right expires upon the reporting person's termination of service to the Issuer's board of directors.

Remarks:
The Reporting Person is voluntarily including on this Form 4 the receipt of Preferred Shares in the Dividend and the equity award adjustments as described in Footnote 3 above.

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

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