

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 RAPLEY DAVID E <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 Qurate Retail, Inc. [QRTEA] 3. Date of Earliest Transaction (Month/Day/Year) 12/09/2020 4. If Amendment, Date Original Filed (Month/Day/Year)	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) 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
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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	12/09/2020		M		186	A	\$ 0 (1)	480	D	
Series A Common Stock	12/09/2020		M		6,230	A	\$ 0 (2)	16,079	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	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units - QRTEA	(3)	12/09/2020		M			6,230	12/09/2020	12/09/2020	Series A Common Stock	6,230	\$ 0	0	D	
Restricted Stock Units - QRTEP	(4)	12/09/2020 (5)		M			186	12/09/2020	12/09/2020	8% Series A Cumulative Redeemable Preferred Stock	186	\$ 0	0	D	
Restricted Stock Units - QRTEA	(3)	12/10/2020		A			5,841	12/10/2021	12/10/2021	Series A Common Stock	5,841	\$ 0	5,841	D	
Stock Option (right to buy) - QRTEA	\$ 10.34	12/10/2020		A			12,363	12/10/2021	12/10/2027	Series A Common Stock	12,363	\$ 0	12,363	D	
Stock Option (right to buy) - QRTEA	\$ 4.92 (6)							12/09/2020	12/09/2026	Series A Common Stock	35,104 (6)		35,104 (6)	D	

Stock Option (right to buy) - QRTEA	\$ 12.64 ⁽⁷⁾							(5)	12/06/2025	Series A Common Stock	13,873 ⁽⁷⁾		13,873 ⁽⁷⁾	D
Stock Option (right to buy) - QRTEA	\$ 13.46 ⁽⁸⁾							(5)	12/12/2023	Series A Common Stock	11,491 ⁽⁸⁾		11,491 ⁽⁸⁾	D
Stock Option (right to buy) - QRTEA	\$ 13.87 ⁽⁹⁾							(5)	12/12/2024	Series A Common Stock	9,227 ⁽⁹⁾		9,227 ⁽⁹⁾	D
Stock Option (right to buy) - QRTEA	\$ 15 ⁽¹⁰⁾							(5)	12/17/2022	Series A Common Stock	8,226 ⁽¹⁰⁾		8,226 ⁽¹⁰⁾	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAPLEY DAVID E 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X			

Signatures

/s/ Craig Troyer as Attorney-in-Fact for David E. Rapley		12/11/2020
<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).

- (1) Each restricted stock unit converted into one share of 8% Series A Cumulative Redeemable Preferred Stock.
- (2) Each restricted stock unit converted into one share of Series A Common Stock.
- (3) Each restricted stock unit represents a contingent right to receive one share of Series A Common Stock.
- (4) Each restricted stock unit represents a contingent right to receive one share of 8% Series A Cumulative Redeemable Preferred Stock.
- (5) The derivative security is fully vested.

(6) On November 20, 2020, the Issuer announced that its board of directors declared a special cash dividend in the amount of \$1.50 per share on each outstanding share of its common stock payable on December 7, 2020 to all holders of record as of 5:00 p.m., New York City time, on November 30, 2020 (the "Dividend"). This stock option award was previously reported as an option relating to 32,691 shares of the Issuer's Series A common stock at an exercise price of \$5.27 per share and was adjusted as a result of the Dividend. In connection with the Dividend, all stock options held by the reporting person with respect to the Issuer's common stock were adjusted pursuant to the anti-dilution provisions of the incentive plan under which such award was granted, such that the reporting person received an adjustment to (i) the exercise price and (ii) the number of shares relating to such option. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.

(7) This stock option award was previously reported as an option relating to 12,978 shares of the Issuer's Series A common stock at an exercise price of \$13.55 per share and was adjusted as a result of the Dividend. In connection with the Dividend, all stock options held by the reporting person with respect to the Issuer's common stock were adjusted pursuant to the anti-dilution provisions of the incentive plan under which such award was granted, such that the reporting person received an adjustment to (i) the exercise price and (ii) the number of shares relating to such option. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.

(8) This stock option award was previously reported as an option relating to 10,738 shares of the Issuer's Series A common stock at an exercise price of \$14.43 per share and was adjusted as a result of the Dividend. In connection with the Dividend, all stock options held by the reporting person with respect to the Issuer's common stock were adjusted pursuant to the anti-dilution provisions of the incentive plan under which such award was granted, such that the reporting person received an adjustment to (i) the exercise price and (ii) the number of shares relating to such option. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.

(9) This stock option award was previously reported as an option relating to 8,619 shares of the Issuer's Series A common stock at an exercise price of \$14.87 per share and was adjusted as a result of the Dividend. In connection with the Dividend, all stock options held by the reporting person with respect to the Issuer's common stock were adjusted pursuant to the anti-dilution provisions of the incentive plan under which such award was granted, such that the reporting person received an adjustment to (i) the exercise price and (ii) the number of shares relating to such option. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.

(10) This stock option award was previously reported as an option relating to 7,684 shares of the Issuer's Series A common stock at an exercise price of \$16.08 per share and was adjusted as a result of the Dividend. In connection with the Dividend, all stock options held by the reporting person with respect to the Issuer's common stock were adjusted pursuant to the anti-dilution provisions of the incentive plan under which such award was granted, such that the reporting person received an adjustment to (i) the exercise price and (ii) the number of shares relating to such option. These adjustments were approved by the Issuer's board of directors pursuant to Rule 16b-3.

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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