
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, D. C. 20549
FORM 10-Q

For the quarterly period ended September 30, 2021

OR

For the transition period from to

Commission File Number 001-35707

LIBERTY MEDIA CORPORATION

(Exact name of Registrant as specified in its charter)

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

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

12300 Liberty Boulevard
Englewood, Colorado
(Address of principal executive offices)

80112
(Zip Code)

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Series A Liberty SiriusXM Common Stock Series	LSXMA	The Nasdaq Stock Market LLC

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Part I – Financial Information

[Item 1. Financial Statements](#)

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**Condensed Consolidated Balance Sheets****(unaudited)**

	<u>September 30, 2021</u>	<u>December 31, 2020</u>
	amounts in millions	
<i>Assets</i>		
Current assets:		
Cash and cash equivalents	\$ 2,858	2,831
Trade and other receivables, net	812	823
Other current assets	920	376
Total current assets	<u>4,590</u>	<u>4,030</u>
Investments in affiliates, accounted for using the equity method (note 6)	1,016	1,018
Property and equipment, at cost	3,981	4,017
Accumulated depreciation	<u>(1,950)</u>	<u>(1,778)</u>
	2,031	2,239
Intangible assets not subject to amortization (note 7):		
Goodwill	19,247	19,218
FCC licenses	8,600	8,600
Other	<u>1,385</u>	<u>1,385</u>
	29,232	29,203
Intangible assets subject to amortization, net (note 7)	4,933	5,378
Other assets	2,617	2,136
Total assets	<u>\$ 44,419</u>	<u>44,004</u>
<i>Liabilities and Equity</i>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 1,518	1,583
Current portion of debt, including \$2,561 million and \$684 million measured at fair value, respectively (note 8)	2,573	743
Deferred revenue	1,994	2,070
Other current liabilities	103	94
Total current liabilities	<u>6,188</u>	<u>4,490</u>
Long-term debt, including \$2,152 million and \$3,861 million measured at fair value, respectively (note 8)	15,525	16,686
Deferred income tax liabilities	2,220	2,126
Other liabilities	1,017	1,101
Total liabilities	<u>24,950</u>	<u>24,403</u>

(Continued)

See accompanying notes to condensed consolidated financial statements.

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Condensed Consolidated Statements of Operations (Continued)
(unaudited)

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2021	2020	2021	2020
Basic net earnings (loss) attributable to Liberty stockholders per common share (notes 2 and 4):				
Series A, B and C Liberty SiriusXM common stock	1.03	0.03	1.99	0.42
Series A, B and C Liberty Braves common stock	0.69	(0.61)	0.04	(0.31)
Series A, B and C Liberty Formula One common stock	(0.22)	(0.41)	(0.18)	(2.75)
Diluted net earnings (loss) attributable to Liberty stockholders per common share (notes 2 and 4):				
Series A, B and C Liberty SiriusXM common stock	1.02	0.03	1.98	0.31
Series A, B and C Liberty Braves common stock	0.39	(0.61)	0.04	(1.57)
Series A, B and C Liberty Formula One common stock	(0.22)	(0.41)	(0.18)	(2.75)

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Condensed Consolidated Statements of Comprehensive Earnings (Loss)
(unaudited)

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2021	2020	2021	2020
	amounts in millions			
Net earnings (loss)	\$ 400	(43)	914	(303)
Other comprehensive earnings (loss), net of taxes:				
Foreign currency translation adjustments	(16)			

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The following table reconciles cash and cash equivalents and restricted cash reported in our condensed consolidated balance sheets to the total amount presented in our condensed consolidated statements of cash flows:

	September 30, 2021	December 31, 2020
	amounts in millions	
Cash and cash equivalents	\$ 2,858	2,831
Restricted cash included in other current assets	64	16
Restricted cash included in other assets	27	30
Total cash and cash equivalents and restricted cash at end of period	<u>\$ 2,949</u>	<u>2,877</u>

See accompanying notes to condensed consolidated financial statements.

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Condensed Consolidated Statement of Equity

(unaudited)

Nine Months ended September 30, 2021

	Stockholders' equity										Accumulated other comprehensive earnings (loss)	Retained earnings	Noncontrolling interest in equity of subsidiaries	Total equity	
	Preferred Stock	Liberty Sirius XM			Liberty Braves			Liberty Formula One							Additional Paid-in Capital
		Series A	Series B	Series C	Series A	Series B	Series C	Series A	Series B	Series C					
Balance at January 1, 2021	\$ —	1	—	2	—	—	—	—	—	2	88	78	12,320	4,510	19,601
Net earnings (loss) (excludes net earnings (loss) attributable to redeemable noncontrolling interest) (note 9)	—	—	—	—	—	—	—	—	—	—	—	—	629	234	863
Other comprehensive earnings (loss)	—	—	—	—	—	—	—	—	—	—	—	(92)	—	1	(91)
Stock-based compensation	—	—	—	—	—	—	—	—	—	—	163	—	—	36	199
Withholding tau															

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Condensed Consolidated Statement of Equity
(unaudited)
Three Months ended September 30, 2020

	Stockholders' equity			Additional	Accumulated other		Noncontrolling inter la

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
 Condensed Consolidated Statement of Stockholders' Equity
 (unaudited)
 Nine Months ended September 30, 2019

Stockholders' equity

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(unaudited)

(1) **Basis of Pre,0**

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Liberty has entered into certain agreements with Qurate Retail, Inc. (“Qurate Retail”), Liberty TripAdvisor Holdings, Inc. (“TripCo”), Liberty Broadband Corporation (“Liberty Broadband”), Liberty Media Acquisition Corporation (“LMAC”) and GCI Liberty, Inc. (“GCI Liberty”), all of which are, or were (in the case of GCI Liberty), separate publicly traded companies, in order to govern relationships between the companies. None of these entities has any stock ownership, beneficial or otherwise, in any of the others (except that GCI Liberty owned shares of Liberty Broadband’s Series C non-voting common stock prior to the merger of GCI Liberty and Liberty Broadband in December 2020). These agreements include Reorganization Agreements (in the case of Qurate Retail and Liberty Broadband only), Services Agreements, Facilities Sharing Agreements and Tax Sharing Agreements (in the case of Liberty Broadband only). In addition, as a result of certain corporate transactions, Liberty and Qurate Retail may have obligations to each other for certain tax related matters.

The Reorganization Agreements provide for, among other things, provisions governing the relationships between Liberty and each of Qurate Retail and Liberty Broadband, in b d y e

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

In 2021, the timing of baseball season and the number of regular season games played returned to normal, and limitations on fan attendance were lifted as the season progressed. Formula 1 is expected to hold a record number of Events in 2021, with a slightly longer 22 Event season planned. Restrictions on fan attendance have been reduce~

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

The Liberty Formula One common stock is intended to track and reflect the separate economic performance of the businesses, assets and liabilities attributed to the Formula One Group. As of September 30, 2021, the Formula One Group is comprised of all of the businesses, assets and liabilities of Liberty, other than those specifically attributed to the Braves Group or the Liberty SiriusXM Group, including Liberty's interests in Formula 1 and LMAC, an intergroup interest in the Braves Group, Liberty's 1% Cash Con u msheemnoncluding Lab



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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consoli



LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

Series A, Series B and Series C Liberty SiriusXM Common Stock

The basic and diluted EPS calculations are based on the following weighted average outstanding shares of common stock.

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
	numbers of shares in millions			
Basic shares	332	343	335	332
Potentially dilutive shares	3	1	2	2
Diluted WASO (a)	335	344	337	334

(a) ^{HL} ~~includes the shares of common stock of Liberty SiriusXM that are held by the Company and its subsidiaries.~~

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

Series A, Series B and Series C Liberty Braves Common Stock

The basic and diluted

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
Basic earnings (loss) attributable to				
Formula One stockholders	\$ (50)	(95)	(41)	(638)
Unrealized (gain) loss on the intergroup interest	23	23	48	51
Adjusted earnings (loss) attributable to Formula One stockholders	\$ (27)	(72)	7	(587)

(5) **Assets and Liabilities Measured at Fair Value**

The reporting entity uses a fair value hierarchy that prioritizes inputs to valuation techniques used to measure fair value into three broad levels. Level 1 inputs are quoted market prices for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 2 inputs are inputs, other than quoted market prices included in Level 1, that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs for the asset or liability.

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

The table contains three rows of redacted information. The first row is a solid blue bar. The second row is a blue bar with a small black square in the middle. The third row is a blue bar with four columns of redacted data, each column having a double underline at the bottom.

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

(6) Investments in Affiliates Accounted for Using the Equity Method

Liberty has various investments accounted for using the equity method. The following table includes the Company's carrying amount and percentage ownership of the more significant investments in affiliates at September 30, 2021 and the carrying amount at December 31, 2020:

	Percentage ownership	September 30, 2021		December 31, 2020	
		Fair Value (Level 1)	Carrying amount	Carrying amount	Carrying amount
dollar amounts in millions					
Liberty SiriusXM Group					
Live Nation (a)(b)	31 %	\$ 6,347	\$ 149		163
Sirius XM Canada	70 %	\$ NA	648		643
Other		NA	77		80
Total Liberty SiriusXM Group			874		886
Braves Group					
Other	various	NA	108		94
Total Braves Group			108		94
Formula One Group					
Other	various	NA	34		38
Total Formula One Group			34		38
Consolidated Liberty			\$ 1,016		1,018

- (a) See note 8 for details regarding the number and fair value of shares pledged as collateral as of September 30, 2021 pursuant to Liberty's margin loan secured by shares of Live Nation (the "Live Nation Margin Loan").
- (b) Due to Live Nation's significant losses driven by COVID-19, Liberty's basis in Live Nation was approximately zero as of June 30, 2021. In September 2021, Live Nation completed an offering of approximately 5.2 million shares of its common stock, resulting in a gain on dilution of our investment in Live Nation.

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

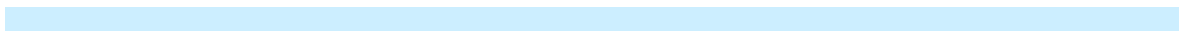
Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

The following table presents the Company's share of earnings (losses) of affiliates:

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2021	2020	2021	2020
	amounts in millions			
Liberty SiriusXM Group				
Live Nation (a)	\$ 9	(177)	(169)	(321)
Sirius XM Canada	(1)	—	6	8
Other	(6)	(6)	(18)	(18)
Total Liberty SiriusXM Group	2	(183)	(181)	(331)
Braves Group				
Other	9	(5)	20	(2)

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)



LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Amortization expense for intangible assets with finite useful lives was \$205 million and \$214 million for the three months ended September 30, 2021 and 2020, respectively, and \$606 million and \$609 million for the nine months ended September 30, 2021 and 2020, respectively. Based on its amortizable intangible assets as of September 30, 2021, Liberty expects that amortization expense will be as follows for the next five years (amounts in millions):

Remainder of 2021	\$	196
2022	\$	778
2023	\$	574
2024	\$	417
2025	\$	363

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

The Convertible Notes, Bond Hedge Transaction and warrants were reattributed from the Formula One Group to the Liberty SiriusXM Group effective April 22, 2020.

1% Cash Convertible Notes due 2023

On January 23, 2017, Liberty issued \$450 million cash convertible notes at an interest rate of 1% per annum, which are convertible, under certain circumstances, into cash based on the trading prices of the underlying shares of Series C Liberty Formula One common stock and ~~and nature~~ on January 30, 2023 (the "1% Convertible Notes"). The initial conversion rate for the notes will be approximately 27.11 shares of Series C Liberty Formula One common stock per \$1,000 principal amount of notes, equivalent to an initial conversion price of approximately \$36.89 per share of Series C Liberty Formula One common stock. The conversion of the 1% Convertible Notes will be settled solely in cash, and not through the delivery of any securities. As of September 30, 2021, the 1% Convertible Notes are classified as a current liability in the condensed consolidated balance sheet, as the conversion conditions have been met as of such date.

2.25% Exchangeable Senior Debentures due 2046

On August 17, 2016, Liberty closed a private offering of approximately \$445 million aggregate principal amount of its 2.25% exchangeable senior debentures due 2046 (the "2.25% Exchangeable Senior Debentures due 2046"), and shares of the Company's Time Warner, Inc. ("Time Warner") common stock were the reference shares attributable to the debentures. On June 14, 2018, AT&T Inc. ("AT&T") acquired Time Warner in a stock-and-cash transaction. In accordance with the terms of the indenture governing the nJonrn

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

exchange price of approximately \$8.02 per share. A total of approximately 49.9 million shares of Sirius XM Holdings common stock are attributable to the debentures. Interest is payable quarterly on March 31, June 30, September 30 and December 31 of each year, commencing June 30, 2018. The debentures may be redeemed by Liberty, in whole or in part, on or after April 7, 2023. Holders of the debentures also have the right to require Liberty to purchase their debentures on April 7, 2023. The redemption and purchase price will generally equal 100% of the adjusted principal amount of the debentures plus accrued and unpaid interest. The debentures, as well as the associated cash proceeds, were attributed to the Liberty SiriusXM Group. Liberty has elected to account for the debentures using the fair value option. See note 5 for information related to unrealized gains (losses) on debt measured at fair value.

2.25% Exchangeable Senior Debentures due 2048

In December 2018, Liberty closed a private offering of approximately \$385 million aggregate principal amount of its 2.25% exchangeable senior debentures due 2048 (the "2.25% Exchangeable Senior Debentures due 2048"). Upon an exchange of debentures, pursuant to a supplemental indenture entered into in September 2021, Liberty will deliver solely cash. The number of shares of Live Nation common stock attributable to a debenture represents an initial exchange price of approximately \$66.28 per share. A total of approximately 5.8 million shares of Live Nation common stock are attributable to the debentures. Interest is payable quarterly on March 1, June 1, September 1 and December 1 of each year, commencing March 1, 2019. Holders of the debentures have the right to require Liberty to purchase their debentures on December 1, 2021. Accordingly, the debentures are classified as liabilities in the fa

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Finan



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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

Braves Holdings Notes and Loans

Braves Holdings' debt, primarily related to the stadium and mixed-use complex, is summarized as follows:

	Carrying value		As of September 30, 2021		Maturity Date
	September 30, 2021	December 31, 2020	Borrowing Capacity	Weighted avg interest rate	
	amounts in millions				
Operating credit facilities	\$ 145	115	185	1.30%	various
Ballpark funding					
Senior secured note	178	184	NA	3.77%	September 2041
Floating rate notes	56	60	NA	1.85%	September 2029
Stadium credit facility	46	—	46	1.36%	July 2026
Term loan	—	46	NA	NA	August 2021
Mixed-use credit facilities and loans	266	239	307	3.66%	various
Spring training credit facility	30	30	NA	3.65%	December 2030
Total Braves Holdings	\$ 721	674			

Formula 1 Loans

Formula 1 has a first lien term loan denominated in U.S. Dollars (the "Senior Loan Facility"), which includes a \$500 million revolving credit facility. The revolving credit facility matures on May 31, 2024, unless the Senior Loan Facility is outstanding, in which case the revolving credit facility matures on November 3, 2023. As of September 30, 2021, there were no

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

space, services and personnel based on a flat fee. The Company's interest in LMAC is attributed to the Formula One Group. Transactions and ownership interests with the Sponsor eliminate upon consolidation.

LMAC's Series A common stock, issued as part of the Units in the IPO, has certain provisions which allow the holder to put back the stock to LMAC upon an initial business combination at their election. This conditional redemption feature requires the Company to account for those shares that are subject to potential redemption as redeemable noncontrolling interests which requires temporary equity classification (outside of permanent equity).

The changes in the components of redeemable noncontrolling interests were as follows (in millions):

Balance at January 1, 2021	\$	—
Initial recognition of redeemable noncontrolling interests		524
Net earnings (loss) attributable to the noncontrolling interests		(1)
Change in redemption value of redeemable noncontrolling interests		52
Balance at September 30, 2021	\$	<u>575</u>

The Public Warrants, issued as part of the Units in the IPO, have certain provisions which require LMAC to account for these instruments at fair value as a liability. Therefore, the proceeds from the IPO were bifurcated between the warrants and the Series A common stock. At the IPO date, approximately \$20 million was recorded as a warrant liability within Other Liabilities, net of IPO costs. At September 30, 2021 the value of the liability was \$17 million based on the fair market value of the Public Warrants.

million to LMAC for working capital purposes. As of September 30, 2021, LMAC had borrowed \$1 million under the loan. The working capital loan will either be repaid upon completion of the IPO or

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Restructuring of Sirius XM Holdings' leases

During the nine months ended September 30, 2021, Sirius XM Holdings evaluated its office space needs and, as a result of such analysis, surrendered certain office leases, primarily in New York, New York and Oakland, California. Sirius XM Holdings assessed the recoverability of the carrying value of the operating lease right of use assets related to these locations. Based on that assessment, Sirius XM Holdings recorded impairments aggregating \$18 million to reduce the carrying value of the assets to their fair values. Additionally, Sirius XM Holdings accrued expenses of \$6 million for which it will not recognize any future economic benefits and wrote off leasehold improvements of \$1 million. The fair values of the assets were determined using a discounted cash flow model based on Sirius XM Holdings management's assumptions regarding the ability to sublease the locations and the remaining term of the leases. The total charge of \$25 million was recorded to impairment, restructuring and acquisition costs, net of recoveries in the condensed consolidated statement of operations for the nine months ended September 30, 2021.

Litigation

The Company has contingent liabilities related to legal and tax proceedings and other matters arising in the ordinary course of business. Although it is reasonably possible the Company may incur losses upon conclusion of such matters, an estimate of any loss or range of loss cannot be made. In the opinion of management, it is expected that amounts, if any, which may be required to satisfy such contingencies will not be material in relation to the accompanying condensed consolidated financial statements.

Pre-1972 Sound Recording Litigation. On October 2, 2014, Flo & Eddie Inc. filed a class action suit against Pandora in the federal district court for the Central District of California. The complaint alleges a violation of California Civil Code Section 980, unfair competition, misappropriation and conversion in connection with the public performance of sound recordings recorded prior to February 15, 1972 ("pre-1972 recordings"). On December 19, 2014, Pandora filed a motion to strike the complaint pursuant to California's Anti-Strategic Lawsuit Against Public Participation ("anti-SLAPP") statute, which following denial of Pandora's motion was appealed to the Ninth Circuit Court of Appeals. In March 2017, the Ninth Circuit affirmed Pandora's motion to the California Supreme Court. L@ Q

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

On August 23, 2021, the United States Court of Appeals for the Ninth Circuit issued an Opinion in a related case, Flo & Eddie Inc. v. ~~Missoula~~ XM Radio Inc. The related case also concerned a class action suit brought by Flo & Eddie Inc. regarding the public performance of pre-1972 recordings under California law. Relying on California's copyright statute, Flo & Eddie argued that California law gave it the "exclusive ownership" of its pre-1972 songs, including the right of public performance. The Ninth Circuit reversed the District Court's grant of partial summary judgment to Flo & Eddie Inc. The Ninth Circuit held that the District Court in this related case erred in concluding that the "exclusive ownership" under California's copyright statute included the right of public performance. The Ninth Circuit remanded the case for entry of judgment consistent with the terms of the parties' contingent settlement agreement, and on October 6, 2021, the parties to the related case stipulated to its dismissal with prejudice.

Following issuance of

Final Judgment in the Matter of



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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements (Continued)

(unaudited)

Our subsidiaries' customers generally pay for services in advance of the performance obligation and therefore these prepayments are recorded as deferred revenue. The deferred revenue is recognized as revenue in our unaudited condensed consolidated statement of operations as the services are provided. Changes in the contract liability balance for Sirius XM Holdings during the three months ended September 30, 2021 were not materially impacted by other factors. The opening and closing balances for our deferred revenue related to Formula 1 and Braves Holdings for the nine months ended September 30, 2021 were approximately \$349 million and \$504 million, respectively. The primary cause for the increase related to the receipt of cash from our customers in qlancsa oqad s

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LIBERTY MEDIA CORPORATION AND SUBSIDIARIES**Notes to Condensed Consolidated Financial Statements (Continued)****(unaudited)****Other Information**

	September 30, 2021		
	Total assets	Investments in affiliates amounts in millions	Capital expenditures
Liberty SiriusXM Group			
Sirius XM Holdings	\$ 29,739	725	244
Live Nation	13,331	246	110
Corporate and other	1,758	149	—
	44,828	1,120	354
Eliminate equity method affiliate	(13,331)	(246)	(110)
Total Liberty SiriusXM Group	31,497	874	244
Braves Group			
Corporate and other	1,625	108	26
Total Braves Group	1,625	108	26
Formula One Group			
Formula 1	8,815	—	10
Corporate and other	3,020	34	—
Total Formula One Group	11,835	34	10
Elimination (1)	(538)	—	—
Consolidated Liberty	\$ 44,419	1,016	280

- (1) This amount is primarily comprised of the intergroup interests in the Braves Group held by the Formula One Group and the Liberty SiriusXM Group and the intergroup interest in the Formula One Group held by the Liberty SiriusXM Group. See note 2 for information regarding the intergroup interests. The Braves Group intergroup interests attributable to the Formula One Group and the Liberty SiriusXM Group are presented as assets of the Formula One Group and Liberty SiriusXM Group, respectively, and are presented as liabilities of the Braves Group in the attributed financial statements. The Formula One Group intergroup interest attributable to the Liberty SiriusXM Group is presented as an asset of the Liberty SiriusXM Group and is presented as a liability of the Formula One Group in the attributed financial statements. The offsetting amounts between tracking stock groups are eliminated in consolidation.

LIBERTY MEDIA CORPORATION AND SUBSIDIARIES
Notes to Condensed Consolidated Financial Statements (Continued)
(unaudited)

The following table provides a reconciliation of Adjusted OIBDA to Operating income (loss) and Earnings (loss) before income taxes:

	Th	B		

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the ability of Formula 1 to expand into new markets;
developments stemming from Brexit;
the establishment of rival motorsports events or other circumstances that impact the competitive position of Formula 1;
changes in consumer viewing habits and the emergence of new content distribution platforms;
the impact of organized labor on the Braves Group;
the impact of an expansion of Major League Baseball (“MLB”);
the level of broadcasting revenue that Braves Holdings (as defined below) receives;
the impact of the Development Project (as defined below) on the Braves Group (as defined below) and its ability to manage the project;
the risks associated with the Company as a whole, even if a holder does not own shares of common stock of all of our groups;
market confusion that results from misunderstandings about our capital structure;
events, accidents or terrorist acts that cause one or more events to be

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The term "Braves Group" does not represent a separate legal entity, rather it represents those businesses, assets and liabilities that have been attributed to that group. As of September 30, 2021, the Braves Group is primarily comprised of Braves Holdings, which indirectly owns ANLBC and certain assets and liabilities associated with ANLBC's stadium and the Development Project, and corporate cash. Additionally, the Liberty SiriusXM Group and the Formula One Group retain approximate 3.7% and 11.1% intergroup interests, respectively, in the Braves Group as of September 30, 2021. As of September 30, 2021, the Braves Group has cash and cash equivalents of approximately \$134 million.

The term "Formula One Group" does not represent a separate legal entity, rather it represents those businesses, assets and liabilities that have been attributed to that group. As of September 30, 2021, the Formula One Group is primarily comprised of all of the businesses, assets and liabilities of Liberty, other than those specifically attributed to the Liberty SiriusXM Group or the Braves Group, including Liberty's interests in Formula 1 and Liberty Media Acquisition Corporation, an approximate 11.1% intergroup interest in the Braves Group, Liberty's 1% Cash Convertible Notes due 2023 and Liberty's 2.25% Exchangeable Senior Debentures due 2046. The Liberty SiriusXM Group retains an interest in the Braves Group as of September 30, 2021.

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Revenue. Our consolidated revenue increased \$368 million and \$1,576 million for the three and nine months ended September 30, 2021, respectively, as compared to the corresponding periods in the prior year. The increase was driven by increases in revenue for Formula 1, Sirius XM Holdings and Braves Holdings. See "Results of Operations—Businesses" below for a more complete discussion of the results of operations of Sirius XM Holdings, Formula 1 and Braves Holdings.

Operating income (loss). Our consolidated operating income increased \$382 million and \$686 million for the three and nine months ended September 30, 2021, respectively, as compared to the corresponding periods in the prior year. The increase for the three months ended September 30, 2021 was primarily driven by improvements of \$184 million, \$149 million and \$50 million in Formula 1, Sirius XM Holdings and Braves Holdings operating results, respectively. The increase for the nine months ended September 30, 2021 was primarily driven by improvements of \$374 million, \$177 million and \$118 million in Formula 1, Sirius XM Holdings and Braves Holdings operating results, respectively. See "Results of Operations—Businesses" below for a more complete discussion of the results of operations of Sirius XM Holdings, Formula 1 and Braves Holdings.

Stock-based compensation. Stock-based compensation includes compensation related to (1) options and stock appreciation rights for shares of our common stock that are granted to certain of our officers and employees, (2) options, restricted stock awards, restricted stock units and other stock-based awards granted to officers, employees and certain third parties of our subsidiaries, Sirius XM Holdings, Formula 1 and Braves Holdings, (3) phantom stock appreciation rights granted to officers and employees of our subsidiary, Braves Holdings, pursuant to private equity plans and (4) amortization of restricted stock and performance-based restricted stock unit grants.

We recorded \$188 million and \$180 million of stock-based compensation expense for the nine months ended September 30, 2021 and 2020, respectively. The increase in stock compensation expense is primarily due to increases at Braves Holdings and corporate, partially offset by a decrease at Sirius XM Holdings. As of September 30, 2021, the total unrecognized compensation cost related to unvested Liberty equity awards was approximately \$53 million. Such amount will be recognized in our condensed consolidated statements of operations over a weighted average period of approximately 2.3 years. Additionally, as of September 30, 2021, the total unrecognized compensation cost related to unvested Sirius XM Holdings stock options and restricted stock units was \$513 million. The Sirius XM Holdings unrecognized compensation cost will be recognized in our condensed consolidated statements of operations over a weighted average period of approximately 2.6 years.

Adjusted OIBDA. To provide investors with additional information regarding our financial results, we also disclose Adjusted OIBDA, which is a non-GAAP financial measure. 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 impairment charges. Our chief operating decision maker and management team use this measure of performance in conjunction with other measures to evaluate our businesses and make decisions about allocating resources among our businesses. We believe this 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 us to view operating results, perform analytical comparisons and benchmarking between businesses and identify strategies to improve performance. Accordingly

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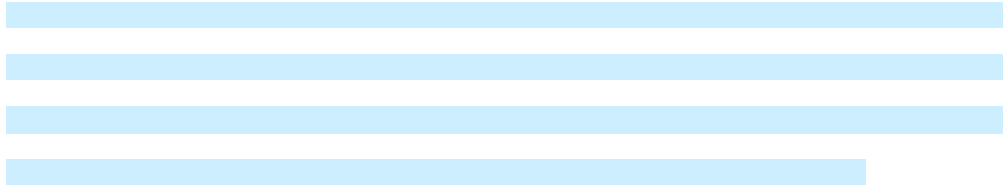
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The unrealized gains (losses) on other derivatives are primarily driven by changes in the fair value of Formula 1's interest rjn

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As of September 30, 2021 Liberty's cash and cash equivalents were as follows:

	Cash and Cash Equivalents	
	amounts in millions	
Liberty SiriusXM Group		
Sirius XM Holdings	\$	164
Corporate and other		365
Total Liberty SiriusXM Group	\$	529
Braves Group		
Corporate and other	\$	134
Total Braves Group	\$	134
Formula One Group		
Jp		



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monetization solutions. As of September 30, 2021, the Pandora business had approximately 52.6 million monthly active users.

In February 2020, Sirius XM Holdings completed a \$75 million investment in SoundCloud. SoundCloud is a next-generation music entertainment company, powered by an ecosystem of artists, listeners, and curators on the pulse of what's new, now and next in culture. SoundCloud's platform enables its users to upload, promote, share and create audio entertainment. The minority investment complemented the existing ad sales relationship between SoundCloud and Pandora.

In June 2020, Sirius XM Holdings acquired Simplecast for \$28 million in cash. Simplecast is a podcast management and analytics platform. In October 2020, Sirius XM Holdings acquired the assets of Stitcher from The E.W. Scripps Company and certain of its subsidiaries ("Scripps") for total consideration of \$302 million, which included \$266 million in cash and \$36 million related to contingent consideration. As of September 30, 2021, Sirius XM Holdings will potentially make up to \$30 million in additional payments to Scripps related to the contingent consideration based on Stitcher's achievement of certain financial metrics in 2021. During the three and nine months ended September 30, 2021, Sirius XM Holdings recognized a \$17 million benefit related to the change in fair value of the 2021 portion of the contingent consideration. The acquisition of Stitcher, in conjunction with Simplecast, created a full-service platform for podcast creators, publishers and advertisers. Stitcher and Simplecast are included in the Pandora reporting unit.

Sirius XM Holdings is a separate publicly traded company and additional information about Sirius XM Holdings can be obtained through its website and public filings, which are not incorporated by reference herein.

Results of Operations

Liberty acquired a controlling interest in Sirius XM Holdings on January 18, 2013 and applied acquisition accounting and consolidated the results of Sirius XM Holdings from that date. The results r

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Sirius XM Holdings' operating results were as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
	amounts in millions			
Sirius XM:				
Subscriber revenue	\$ 1,532	1,462	4,521	4,372
Advertising revenue	48	39	135	108
Equipment revenue	41	47	149	113
Other revenue	39	39	113	115
Total Sirius XM revenue	1,660	1,587	4,918	4,708
Pandora:				
Subscriber revenue	134	132	397	385
Advertising revenue	404	306	1,100	758
Total Pandora revenue	538	438	1,497	1,143
Total revenue	2,198	2,025	6,415	5,851
Operating expenses (excluding stock-based compensation included below):				
Sirius XM cost of services	(645)	(610)	(1,915)	(1,795)
Pandora cost of services (excluding legal reserve)	(342)	(274)	(972)	(804)
Subscriber acquisition costs	(70)	(110)	(245)	(257)
Selling, general and administrative expenses	(363)	(317)	(1,011)	(919)
Other operating expenses	(58)	(53)	(171)	(165)
Adjusted OIBDA	720	661	2,101	1,915
Impairment, restructuring and acquisition costs, net of recoveries	95	—	(13)	(24)
Legal reserves	—	—	—	16
Stock-based compensation	(51)	(58)	(149)	(165)
Depreciation and amortization	(154)	—	—	—



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Formula 1's operating results were as follows:

	Three months ended		Nine months ended	
	September 30,	September 30,	September 30,	September 30,
	2021	2020	2021	2020
	amounts in millions			
Primary Formula 1 revenue	\$ 612	558	1,235	590
Other Formula 1 revenue	56	39	114	70
Total Formula 1 revenue	668	597	1,349	660
Operating expenses (excluding stock-based compensation included below):				
Cost of Formula 1 revenue	640	611	1,231	551
Selling, general and administrative expenses	(39)	(32)	(106)	(84)
Adjusted OIBDA	180	14	312	(34)
Stock-based compensation	(4)	(3)	(12)	(11)
Depreciation and amortization	(96)	(115)	(289)	(318)
Operating income (loss)	b			

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30, 2021 was driven by costs associated with the operation of the Paddock Club, higher proportionate recognition of FIA fees and higher technical, travel, freight and logistics, t it al

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and licensing. Development revenue is derived from the mixed-use facilities and primarily includes rental income. The increases in baseball revenue during the three and nine months ended September 30, 2021 as compared to the corresponding periods in the prior year were driven by home baseball games being played with fans in 2021 and the recognition of revenue related to all primary sources of revenue. Development revenue increased during the three and nine months ended September 30, 2021 as compared to the corresponding periods in the prior year due to a reduction in deferred payment arrangements as well as increases in rental income from various new lease commencements.

Other operating expenses primarily include costs associated with baseball and stadium operations. For the three and nine months ended September 30, 2021, other operating expenses increased \$63 million and \$172 million, respectively, as compared to the corresponding periods in the prior year primarily due to the delayed start of the 2020 season until July and reduced number of games in 2020, compared to more normalized levels of player salaries and facility and game day expenses in the current year.

Selling, general and administrative expense includes costs f arising aduerrning0 angndd and bedted berrc

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Liberty's borrowings under margin loans, Sirius XM Holdings' borrowings under its credit facility, Formula 1's borrowings under its loan facility and Braves Holdings' borrowings under its operating credit facilities carry a variable interest rate based on LIBOR as a benchmark for establishing the rate of interest. LIBOR is the subject of national, international and other regulatory guidance and proposals for reform. In 2017, the United Kingdom's Financial Conduct Authority (the "y

PART II—OTHER INFORMATION

Item 1. Legal Proceedings

Our Annual Report on Form 10-K for the year ended December 31, 2020 includes "Legal Proceedings" under Item 3 of Part I. Refer to note 10 in the accompanying notes to the condensed consolidated financial statements for changes in the legal proceedings described in the Form 10-K.

Item 1A. Risk Factors

Except as discussed h_a

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LIBERTY MEDIA CORPORATION

Date: November 4, 2021

By: /s/ GREGORY B. MAFFEI

Gregory B. Maffei
President and Chief Executive Officer

Date: November 4, 2021

By: /s/ BRIAN J. WENDLING

Brian J. Wendling
Chief Accounting Officer and Principal Financial Officer

CERTIFICATION

I, Gregory B. Maffei, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Libera

CERTIFICATION

I, Brian J. Wendling, certify that:

1. I have prepared this quarterly report on Form 10-Q of Liberty Media Corporation;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements and other financial information included in this quarterly report fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and we have:
 - a) designed such disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and we have:

Certification

**Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
(Subsections (a) and (b) of Section 1350, Chapter 63 of Title 18, United States Code)**

Pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of section 1350, chapter 63 of title 18, United States Code), each of the undersigned officers of Liberty Media Corporation, a Delaware corporation (the "Company"), does hereby certify, to such officer's knowledge, that:

The Quarterly Report on Form 10-Q for the quarter ended June 30, 2024

Unaudited Attributed Financial Information for Tracking Stock Groups

The follow

SUMMARY ATTRIBUTED FINANCIAL DATA

Liberty SiriusXM Group

Summary Balance Sheet Data:

	September 30, 2021	December 31, 2020
	amounts in "	

Braves Group

Summary Balance Sheet Data:

Sept

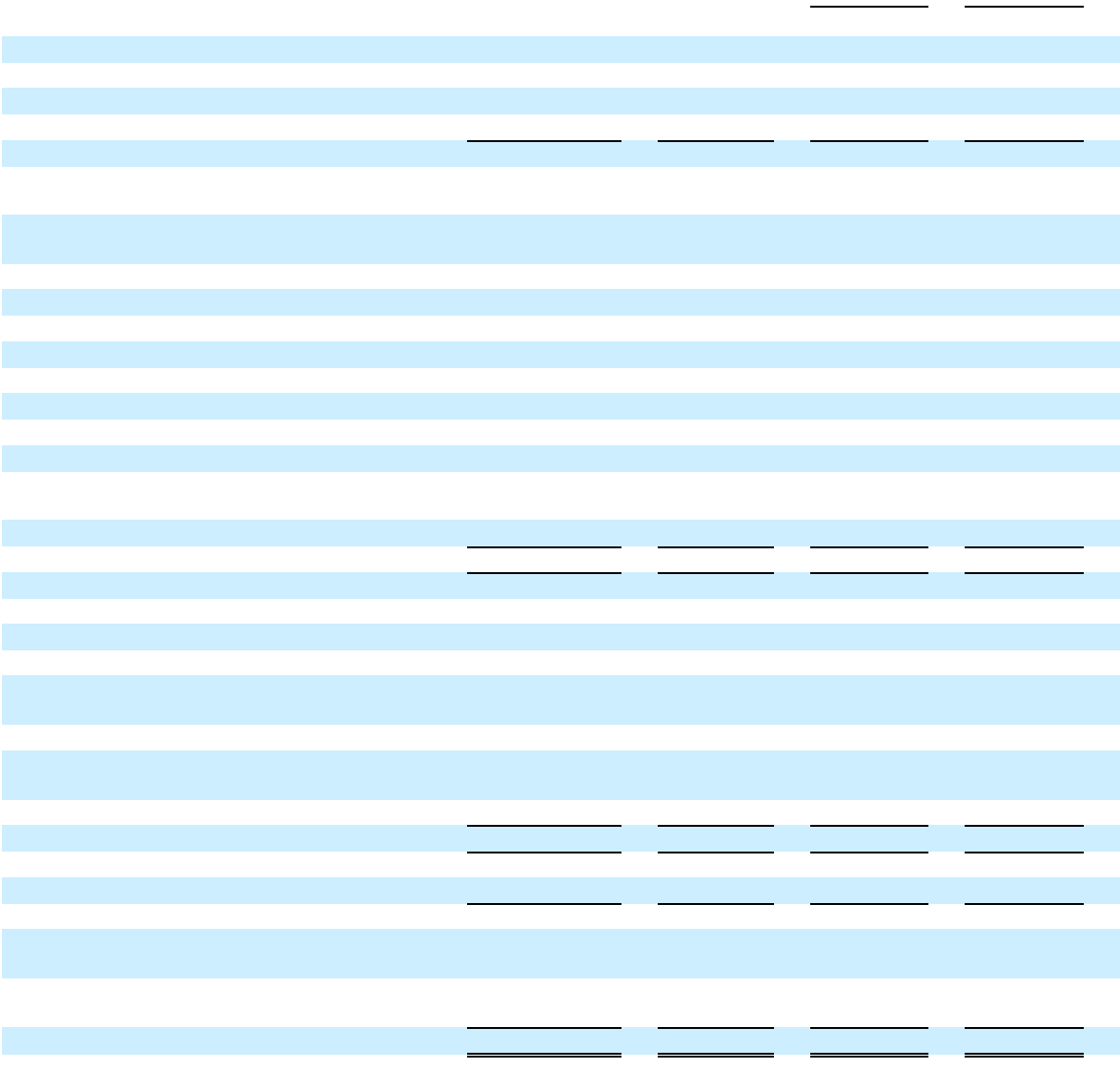
Formula One Group

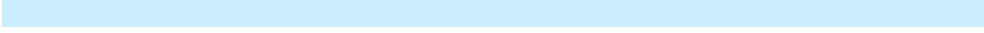
Summary Balance Sheet Data:

	September 30, 2021	December 31, 2020
	amounts in millions	
Cash and cash equivalents	\$ 2,195	1,684
Investments in affiliates, accounted for using the equity method	\$ 34	38
Intangible assets not subject to amortization	\$ 3,957	3,956
Intangible assets subject to amortization, net	\$ 3,601	3,883
Total assets	\$ 11,835	11,191
Long-term debt, including current portion	\$ 3,626	3,759
Redeemable noncontrolling interests in equity of subsidiary	\$ 575	—
Attributed net assets	\$ 6,481	6,550

Summary Statement of Operations Data:

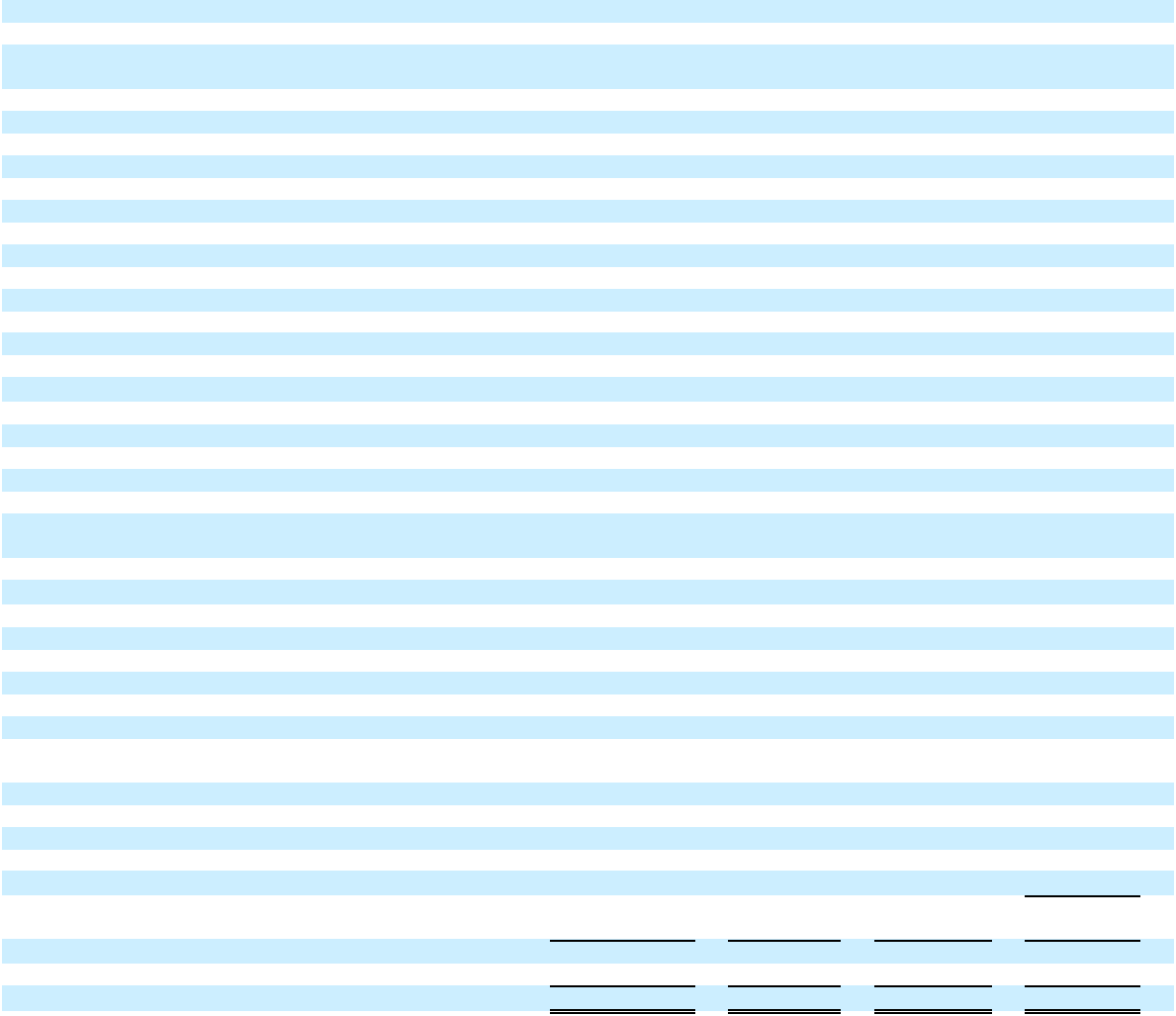
	Three months ended		Nine months ended	
	September 30,		September 30,	
	2021	2020	2021	2020
	amounts in millions			
Revenue	\$ 668	597	1,349	660
Cost of Formula 1 revenue	\$ (449)	(551)	(931)	(610)
Selling, general and administrative expense (1)	\$ (51)	(43)	(141)	(127)
Operating income (loss)	\$ 68	(115)	(22)	(403)
Interest expense	\$ (32)	(31)	(93)	(114)
Share of earnings (losses) of affiliates, net	\$ (3)	1	27	(109)
Realized and unrealized gains (losses) on financial instruments, net	\$ 2	55	107	87
Unrealized gains (losses) on intergroup interest	\$ (32)	(15)	(37)	(170)
Income tax (expense) benefit	\$ (55)	8	36	10





STATEMENT OF OPERATIONS INFORMATION
Nine months ended September 30, 2020
(unaudited)

	<u>Attributed (note 1)</u>			<u>Consolidated Liberty</u>
	<u>Liberty SiriusXM Group</u>	<u>Braves Group</u>	<u>Formula One Group</u>	
	amounts in millions			
Revenue:				
Sirius XM Holdings revenue	\$ 5,851	—	—	5,851
Formula 1 revenue	—	—	660	660
Other revenue	—	143	—	143
Total revenue	5,851	143	660	6,654
Operating costs and expenses, including stock-based compensation (note 2):				
Cost of Sirius XM Holdings services (exclusive of depreciation shown separately below):				
Revenue share and royalties	1,759	—	—	1,759
Programming and content	351	—	—	351
Customer service and billing	359	—	—	359
Other	142	—	—	142
Cost of Formula 1 revenue	—	—	610	610
Subscriber acquisition costs	257	—	—	257
Other operating expenses	196	143	—	339
Selling, general and administrative	1,055	39	127	1,221
Impairment, restructuring and acquisition costs, net of recoveries	24	—	—	24
Depreciation and amortization	432	54	326	812
	4,876	236	1,003	5,874
Operating income (loss)	1,236	(93)	(403)	780
Other income (expense) benefit	—	88	—	88
Interest expense	(347)	(19)	(114)	(480)
Intergroup interest (expense) income	(7)	—	7	—
Share of earnings (losses) of affiliates, net	(331)	(2)	(109)	(442)
Realized and unrealized gains (losses) on financial instruments, net	(228)	(0e)	—	—



Notes to Attributed Financial Information (Continued)
(unaudited)

- (1) A tracking stock is a type of common stock that the issuing company intends to reflect or "track" the economic performance of a particular business or "group," rather than the economic performance of the company as a whole. While the Liberty SiriusXM Group, Liberty Braves Group (the "Braves Group")S

Notes to Attributed Financial Information (Continued)
(unaudited)

of Series C Liberty Braves common stock in order to not dilute voting percentages and the notional shares (if and when issued) related to the Liberty SiriusXM Group interest in the Braves Group would be comprised of Series A Liberty Braves common stock since Series A Liberty Braves common stock underlie the 1.375% convertible bonds. Therefore, the market prices of Series C Liberty Braves and Series A Liberty Braves common stock are used for the quarterly mark-to-market adjustment for the intergroup interests held by Formula One Group and Liberty SiriusXM Group, respectively, through the unaudited attributed condensed consolidated statements of operations. Liberty has assumed that the notional shares (if and when issued) related to the Liberty SiriusXM Group interest in the Formula One Group would be comprised of Series A Liberty Formula One common stock since Series A Formula One common stock underlie the 1.375% convertible bonds. Therefore, the market price of Series A Liberty Formula One common stock is used for the quarterly mark-to-market adjustment through the unaudited attributed condensed consolidated statements of operations.

The intergroup interests will remain outstanding until the redemption of the outstanding interests, at the discretion of the Company's Board of Directors, through transfer of securities, cash and/or other assets from the Braves Group or Formula One Group, respectively, to the respective tracking stock group.

For information relating to investments in affiliates accounted for using the equity method and debt, see notes 6 and 8, respectively, of the accompanying condensed consolidated financial statements.

- (2) Cash compensation expense for our corporate employees is allocated among the Liberty SiriusXM Group, Braves Group and the Formula One Group based on the estimated percentage of time spent providing services for each group. On an annual basis estimated time spent is determined through an interview process and a review of personnel duties unless transactions significantly change the composition of companies and investments in either respective group which would require a timelier reevaluation of estimated time spent. Other general and administrative expenses are charged directly to the groups whenever possible and are otherwise allocated based on estimated usage or some other reasonably determined methodology. Following the Recapitalization, stock compensation related to each tracking stock is calculated based on actual awards outstanding.

While we believe that this allocation method is reasonable and fair to each group, we may elect to change the allocation methodology or percentages used to allocate general and administrative expenses in the future.

- (3) The intergroup balance at September 30, 2021 and December 31, 2020 is primarily a result of timing of tax benefits.
- (4) The Liberty SiriusXM common stock, Liberty Braves common stock and Liberty Formula One common stock have voting and conversion rights under our restated charter. Following is a summary of those rights. Holders of Series A common stock of each group are entitled to one vote per share, and holders of Series B common stock of each group are entitled to ten votes per share.