Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
LIBERTY INTERACTIVE 401K SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2012

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

LIBERTY INTERACTIVE CORPORATION

12300 LIBERTY BLVD
ENGLEWOOD, CO 80112-7009

2b Employer Identification Number (EIN)
84-1288730

2c Sponsor's telephone number
720-875-5400

2d Business code (see instructions)
515210

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	08/28/2014	BRIAN WENDLING
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	3135
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	3189
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	349
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	3539
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	
f	Total. Add lines **6d** and **6e**.	**6f**	3539
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1881
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	131
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2R 2T 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	[X]	**R** (Retirement Plan Information)
(2)	[ ]	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	[ ]	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	[X]	**H** (Financial Information)
(2)	[ ]	**I** (Financial Information – Small Plan)
(3)	[ ]	**A** (Insurance Information)
(4)	[X]	**C** (Service Provider Information)
(5)	[ ]	**D** (DFE/Participating Plan Information)
(6)	[ ]	**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2013** **This Form is Open to Public Inspection.**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
LIBERTY INTERACTIVE 401K SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
LIBERTY INTERACTIVE CORPORATION

D Employer Identification Number (EIN)
84-1288730

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY IIOC, INC.

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 65 37 71	RECORDKEEPER	48736	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

COOK STREET CONSULTING

84-0854432

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISORY	7500	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

KPMG

13-5565207

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTING	23000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

DREAMWISE MARKETING SOLUTIONS

16-1643592

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
38	PARTICIPANT COMMUNICATION	11035	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

DENVER COMPENSATION & BENEFITS LLC

26-0586523

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTANT	31750	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

SHERMAN & HOWARD

84-0420314

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	LEGAL	11206	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF GRTH FUND AMER R4- AMERICAN FUND 95-2566717	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
ALZGI NFJ SMCPVL IS- BOSTON FINAN 330 W 9TH STREET KANSAS CITY, MO 66160	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BARON GROWTH - DST SYSTEMS, INC. 43-1581814	0.40%

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
C&S INST GLB REAL SH- BOSTON FINAN	PO BOX 8480 BOSTON, MA 02266	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DODGE & COX STOCK- BOSTON FINAN	PO BOX 8480 BOSTON, MA 02266	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIMCO HIGH YIELD ADM- BOSTON FINAN	PO BOX 8480 BOSTON, MA 02266	0.28%

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIMCO TOT RETURN ADM- BOSTON FINAN PO BOX 8480 BOSTON, MA 02266	0.28%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
THORNBURG INT VAL R5- BOSTON FINAN PO BOX 8480 BOSTON, MA 02266	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEE ATTACHMENT 1 - BROKERAGE LINK	SEE ATTACHED BROKERAGE LINK DETAIL

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY IIOC, INC. 04-2647786	60	

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DAVIS NY VENTURE A- BOSTON FINAN 330 W 9TH STREET KANSAS CITY, MO 66160	.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

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Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
LIBERTY INTERACTIVE 401K SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
LIBERTY INTERACTIVE CORPORATION

D Employer Identification Number (EIN)
84-1288730

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		3749
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2597349	3185612
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	100054	216300
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	553938	1048451
(9) Value of interest in common/collective trusts	1c(9)		0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	35623188	61420934
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	38874529	65875046
	Liabilities			
g	Benefit claims payable	1g	311156	629724
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	311156	629724
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	38563373	65245322

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	3827953	
	(B) Participants	2a(1)(B)	8770631	
	(C) Others (including rollovers)	2a(1)(C)	1159834	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		13758418
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	36253	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		36253
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2520836	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		2520836
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		7673920
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		23989427
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4245122	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		4245122
f Corrective distributions (see instructions)	2f		629724
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	131271	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		131271
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		5006117
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		18983310
l Transfers of assets:			
(1) To this plan	2l(1)		7698639
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified **(2)** ☐ Qualified **(3)** ☒ Disclaimer **(4)** ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KPMG, LLP **(2)** EIN: 13-5565207

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. **(2)** ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		124028
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
LIBERTY INTERACTIVE 401K SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
LIBERTY INTERACTIVE CORPORATION

D Employer Identification Number (EIN)
84-1288730

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-3514297

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3** 0

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a** 0

b Enter the amount contributed by the employer to the plan for this plan year **6b** 0

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c** 0

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

KPMG LLP
Suite 800
1225 17th Street
Denver, CO 80202-5598

Independent Auditors' Report

The Plan Administrative Committee
Liberty Interactive 401(k) Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Liberty Interactive 401(k) Savings Plan (the Liberty Interactive Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 8, which was certified by Fidelity Management Trust Company, the trustee of the Liberty Interactive Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

KPMG LLP is a Delaware limited liability partnership, the U.S. member firm of KPMG International Cooperative ("KPMG International"), a Swiss entity.

Other Matter

The supplemental Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2013 and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2013 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

Denver, Colorado
July 31, 2014

Attachment 1 - Brokerage Link Detail

PLAN_N	Cusip	Fund Family Name	Code	Rate	Fund Name	Service Provider	Address 1	Address 2	City	State	Zip Code	Country	PYE Month
26031	693390700	PIMCO	60	0.03%	PIMCO TOTAL RETURN INSTL	FIDELITY INVESTMENTS INSTITUTIONAL	1633 Broadway		NEW YORK	NY	10019	US	12
26031	339128308	JP MORGAN	60	0.05%	JPMORGAN MID CAP VALUE FUND CLASS A	FIDELITY INVESTMENTS INSTITUTIONAL	460 Polaris Parkway		Westerville	OH	43082	US	12
26031	4812C1207	JP MORGAN	60	0.05%	JPMORGAN MORTGAGED BACK SECURITIES CL A	FIDELITY INVESTMENTS INSTITUTIONAL	460 Polaris Parkway		Westerville	OH	43082	US	12
26031	592905871	METROPOLITAN WEST	60	0.05%	METROPOLITAN WEST HIGH YIELD BOND CL M	FIDELITY INVESTMENTS INSTITUTIONAL	865 South Figueroa St. 1400		LOS ANGELES	CA	90017	US	12
26031	192476109	COHEN & STEERS	60	0.06%	COHEN & STEERS REALTY SHARES	FIDELITY INVESTMENTS INSTITUTIONAL	280 Park Avenue, 10th Floor		NEW YORK	NY	10017	US	12
26031	56062X641	MAINSTAY CL I & P	60	0.06%	MAINSTAY LARGE CAP GROWTH FUND CLASS I	FIDELITY INVESTMENTS INSTITUTIONAL	169 Lackawanna Ave		PARSIPPANY	NJ	7454	US	12
26031	416648558	HARTFORD	60	0.10%	HARTFORD FLOATING RATE FUND CLASS A	FIDELITY INVESTMENTS INSTITUTIONAL	500 Bielenberg Drive		WOODBURY	MN	55125	US	12
26031	416649705	HARTFORD	60	0.10%	THE HARTFORD EQUITY INCOME FD CL I	FIDELITY INVESTMENTS INSTITUTIONAL	500 Bielenberg Drive		WOODBURY	MN	55125	US	12
26031	543487136	NATIXIS	60	0.15%	LOOMIS SAYLES INVST GRADE BOND CL Y	FIDELITY INVESTMENTS INSTITUTIONAL	399 Boylston Street, 8th Floor		BOSTON	MA	2116	US	12
26031	413838202	OAKMARK	60	0.35%	OAKMARK INTERNATIONAL CL I	FIDELITY INVESTMENTS INSTITUTIONAL	Two North LaSalle Street Suite 500		CHICAGO	IL	60602	US	12
26031	471023549	JANUS NO LOAD	60	0.35%	JANUS TRITON FUND CLASS T SHARES	FIDELITY INVESTMENTS INSTITUTIONAL	151 Detroit St.		DENVER	CO	80206	US	12
26031	38142Y104	GOLDMAN SACHS	60	0.40%	GOLDMAN SACHS GROWTHOPPORTUNITIES CL A	FIDELITY INVESTMENTS INSTITUTIONAL	71 S. Wacker Drive, 4th Floor		CHICAGO	IL	60606	US	12
26031	412295503	HARDING LOEVNER	60	0.40%	HARDING LOEVNER INTL EQUITY PORT INV	FIDELITY INVESTMENTS INSTITUTIONAL	PO Box 4766		CHICAGO	IL	60680	US	12
26031	52106N418	LAZARD	60	0.40%	LAZARD EMERGING MRKTEQUITY BLEND OPEN	FIDELITY INVESTMENTS INSTITUTIONAL	30 Rockefeller Plaza, 57th Fl.		NEW YORK	NY	10112	US	12
26031	87234N351	TCW FUNDS	60	0.40%	TCW EMERGING MARKETS INCOME CL N	FIDELITY INVESTMENTS INSTITUTIONAL	865 South Figuera Street, 22nd Floor		LOS ANGELES	CA	90017	US	12
26031	25264S304	DIAMOND HILL FUNDS	60	$12	DIAMOND HILL SMALL CAP CLASS A	FIDELITY INVESTMENTS INSTITUTIONAL	325 John H. McConnell Blvd., Suite 200		COLUMBUS	OH	43215	US	12

Schedule I

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
Year ended December 31, 2013

Period	Participant Contributions Transferred Late to Plan: Check here if late Participant loan repayments are included: ✓	Total That Constitute Nonexempt Prohibited Transactions: Contributions not corrected	Contributions corrected Outside VFCP	Contributions pending Corrections in VFCP	Total fully corrected under VFCP and PTE-2002-51
2011*	$ 42,247	--	--	42,247*	--
2012*	$ 3,427	--	--	3,427*	--
2012	$ 45,548	--	--	45,548	--
2013	$ 32,806	--	--	32,806	--

*Related to a predecessor plan that was merged into the Liberty Interactive Plan.

See accompanying Independent Auditors' Report.

Schedule II

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

	Identity of issue	Description of investment	Current value
	Pacific Investment Management Company LLC	PIMCO High Yield Administrative	$ 1,613,493
	Allianz Global Investors Fund Management LLC	Allianz GI NFJ Small-Cap Value Instl	4,106,423
*	Fidelity Management & Research Company	Fidelity Retirement Money Market	2,106,589
	BAMCO, Inc	Baron Growth Retail	3,353,561
*	Fidelity Management & Research Company	Fidelity Low-Priced Stock	5,876,268
*	Fidelity Management & Research Company	Fidelity Spartan International Index Advg	1,092,058
*	Fidelity Management & Research Company	Fidelity Freedom Income	130,851
*	Fidelity Management & Research Company	Fidelity Freedom 2000	160,764
*	Fidelity Management & Research Company	Fidelity Freedom 2010	286,971
*	Fidelity Management & Research Company	Fidelity Freedom 2020	2,566,858
*	Fidelity Management & Research Company	Fidelity Freedom 2030	4,909,484
*	Fidelity Management & Research Company	Fidelity Freedom 2040	9,758,394
*	Fidelity Management & Research Company	Fidelity Freedom 2050	4,960,791
	Thornburg Investment Management, Inc.	Thornburg International Value R5	5,127,808
*	Fidelity Management & Research Company	Fidelity Treasury Only Money Market	504,957
	Pacific Investment Management Company LLC	PIMCO Total Return Administrative	2,189,898
	Dodge & Cox	Dodge and Cox Stock	2,588,529
	Capital Research and Management Company LLC	American Funds Growth Fund of America R4	4,517,271
	The Vanguard Group, Inc.	Vanguard Inflation - Protected Securities Admin	567,257
	Cohen & Steers Capital Management, Inc.	Cohen & Steers Instl Global Realty	1,177,488
*	Fidelity Management & Research Company	Fidelity Spartan 500 Index Institutional	6,057,194
*	Fidelity Management & Research Company	Brokerage Accounts	1,169,939
*	Notes receivable from participants	Interest rates ranging from 3.25% to 5.25% with maturity dates through September 2027	1,048,451
		Total	$ 65,871,297

* Indicates a party-in-interest.

The information shown on this schedule was prepared from information provided by Fidelity Management Trust Company, the Liberty Interactive Plan's trustee, and certified as complete and accurate.

See accompanying Independent Auditors' Report.

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2013 and 2012

(With Independent Auditors' Report Thereon)

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN

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KPMG LLP
Suite 800
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Denver, CO 80202-5598

Independent Auditors' Report

The Plan Administrative Committee
Liberty Interactive 401(k) Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Liberty Interactive 401(k) Savings Plan (the Liberty Interactive Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 8, which was certified by Fidelity Management Trust Company, the trustee of the Liberty Interactive Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

KPMG LLP is a Delaware limited liability partnership, the U.S. member firm of KPMG International Cooperative ("KPMG International"), a Swiss entity.

Other Matter

The supplemental Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2013 and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2013 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

Denver, Colorado
July 31, 2014

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

Assets:	2013	2012
Investments, at fair value:		
Mutual funds (note 2)	$ 63,652,907	37,712,380
Brokeragelink accounts (note 2)	1,169,939	608,211
Total investments	64,822,846	38,320,591
Receivables:		
Notes receivable from participants (notes 1 and 2)	1,048,451	553,938
Miscellaneous receivable	3,749	—
Total assets	65,875,046	38,874,529
Liabilities:		
Payable for required refund of excess contributions and earnings thereon	(629,724)	(311,156)
Net assets available for benefits	$ 65,245,322	38,563,373

See accompanying notes to financial statements.

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN

Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2013 and 2012

Additions:	2013	2012
Net investment income:		
Net appreciation in fair value of investments	$ 7,673,920	521,612
Interest and dividend income	2,520,836	1,143,271
Total net investment income	10,194,756	1,664,883
Interest on notes receivable from participants	36,253	20,989
Contributions:		
Employer	3,827,953	3,039,794
Participant	8,770,631	6,676,424
Rollovers	1,159,834	764,792
	13,758,418	10,481,010
Total additions to net assets	23,989,427	12,166,882
Deductions:		
Administrative expenses	(131,271)	(31,034)
Refund of excess contributions and earnings thereon	(629,724)	(311,156)
Distributions to participants	(4,245,122)	(2,101,571)
Total deductions	(5,006,117)	(2,443,761)
Assets transferred from other plans (note 1)	7,698,639	28,840,252
Net increase in net assets available for benefits	26,681,949	38,563,373
Net assets available for benefits:		
Beginning of year	38,563,373	—
End of year	$ 65,245,322	$ 38,563,373

See accompanying notes to financial statements.

(1) Description of the Liberty Interactive Plan

The following description of the Liberty Interactive 401(k) Savings Plan (the "Liberty Interactive Plan") is provided for general information purposes only. Participants should refer to the plan document for more complete information. The Liberty Interactive Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

General

The Liberty Interactive Plan is a defined contribution plan sponsored by Liberty Interactive Corporation ("Liberty Interactive" or "the Company") established effective January 1, 2012. The Plan Administrative Committee of the Liberty Interactive Plan serves as the Plan Administrator for the Liberty Interactive Plan.

The Liberty Interactive Plan enables participating employees of Liberty Interactive and its qualifying subsidiaries to receive benefits upon retirement. Employees of Liberty Interactive and certain 80% or more owned subsidiaries of Liberty Interactive Corporation who are at least 18 years of age are eligible to participate in the Liberty Interactive Plan either immediately upon hire or, for certain specified employees, after one year of service and at least 21 years of age (as defined in the Liberty Interactive Plan document).

Plan Mergers

During 2013 and 2012, the following qualified defined contribution plans merged into the Liberty Interactive Plan, with the Liberty Interactive Plan as the surviving and continuing plan. As a result, assets of $7,698,639 and $28,840,252 were transferred into the Liberty Interactive Plan during 2013 and 2012, respectively.

Predecessor Plan Name	Date of Merger	Balance Transferred
2013 Plan Merger		
Celebrate Interactive Retirement Plan	4/1/2013	$ 7,698,639
2012 Plan Mergers		
Bodybuilding.com, LLC 401(k) Plan	3/1/2012	$ 2,591,656
Commerce Technologies, Inc. 401(k) Profit Sharing Plan	3/13/2012	3,929,827
PC Acquisition 401(k) Plan	3/19/2012	1,328,519
Provide Commerce, Inc. 401(k) Savings Plan	3/28/2012	18,786,772
Backcountry.com 401(k) Plan	4/2/2012	2,203,478
2012 Total Plan Mergers		$ 28,840,252

Contributions

Subject to the Internal Revenue Service ("IRS") limitations described below, participants may make pre-tax contributions to the Liberty Interactive Plan of up to 75% of their compensation, as defined. Pursuant to the terms of the Liberty Interactive Plan, Liberty Interactive, and its subsidiaries will make matching contributions as follows, as approved by the Company and its subsidiaries' respective management teams:

% of participant contributions	Maximum match as a % of eligible compensation
100%	6%
50%	3%

All participant contributions and employer matching contributions are subject to limitations as determined annually by the IRS. Employee pre-tax contributions were limited to $17,500 and $17,000 in 2013 and 2012, respectively. Combined employee pre-tax and employer matching contributions per participant (excluding catch-up contributions) were limited to $51,000 and $50,000 in 2013 and 2012, respectively. Catch-up contributions, as defined in the Economic Growth and Tax Relief Reconciliation Act of 2001, are permitted for those eligible employees at least 50 years of age, are not matched by the employer, and are limited to $5,500 in 2013 and 2012. Liberty Interactive and its subsidiaries reserve the right to change the matching contribution amounts at any time.

Employer contributions, both vested and unvested, can be invested in any investment option offered in the Liberty Interactive Plan, including the Brokeragelink option, as directed by the participant.

Rollovers

Participants may elect to rollover amounts from other qualified plans or individual retirement accounts into the Liberty Interactive Plan provided that certain conditions are met.

Participant Accounts

Each participant's account is credited with (a) the participant's contributions, (b) employer matching contributions, and (c) allocations of plan earnings and losses, as determined by the plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to the lesser of $50,000 or 50% of their vested account balance. Notes receivable, other than those transferred from other plans, must be repaid within five years and bear interest at a rate equal to the prime rate of interest in effect on the last day of the month preceding the month in which the loan was made plus 1%. The interest rate for new loans will be updated monthly on the first day of the following month for any changes to the prime rate that occur during any given month. Notes receivable transferred from other plans retain the repayment terms and interest rates in effect at the time of transfer. Notes receivable are secured by the vested balance in the participant's account. At December 31, 2013, outstanding notes receivable had interest rates ranging from 3.25% to 5.25% and maturity dates through September, 2027. Principal and interest repayments are paid ratably through payroll deductions or through the use of automatic bank draft after termination of employment.

Forfeitures

Forfeitures of employer contributions (due to participants' termination prior to full vesting) are first used to pay Liberty Interactive Plan expenses, with any excess used to reduce the participating employers' future employer matching contributions. Forfeitures aggregated $164,362 and $70,418 during 2013 and 2012, respectively. In addition, during 2013 the Liberty Interactive Plan received $58,341 in forfeitures due to a plan merger (see note 1). Forfeitures of $86,865 and $4,883 were used to pay Liberty Interactive Plan expenses during 2013 and 2012. In addition in 2012, the Plan held an immaterial amount in unallocated accounts related to uncashed stale dated checks. Unused forfeitures aggregated $214,181 and $80,902 respectively at December 31, 2013 and 2012.

Investment Options

As of December 31, 2013, the Liberty Interactive Plan has various investment options including 21 mutual funds. The mutual funds include money market, bond, real estate, domestic and international stock funds, small to large cap funds, growth and value funds, and seven asset allocation funds based on target retirement dates. In addition, the Liberty Interactive Plan offers a brokerage option, Brokeragelink, whereby participants can elect to invest in publicly traded investments and mutual funds not offered directly by the Liberty Interactive Plan. A complete list of investment options can be found on Schedule II to these financial statements. Liberty Interactive Plan participants may change investment options and contribution percentages at any time.

Benefit Payments

Distributions from the Liberty Interactive Plan may be made to a participant upon attaining the age of 59 ½, death, total disability, financial hardship, or termination of employment. Distributions and other withdrawals are processed on a daily basis.

Vesting

Participant contributions are always fully vested. Participants acquire a vested right in employer matching contributions, other than employer contributions transferred from other plans, as follows:

Years of service	Vesting percentage
Less than 1	0%
1 year	50%
2 years	100%

Employer matching contributions transferred from other plans vest according to the terms specified in the transferor plans.

Trust Fund Managed by Fidelity Management Trust Company ("Trustee")

Under the terms of a trust agreement between Liberty Interactive and the Trustee, the Trustee manages a trust fund on behalf of the Liberty Interactive Plan and has been granted authority concerning purchases and sales of investments for the trust fund.

Recordkeeping Services

Under the terms of a service agreement, Fidelity Workplace Services LLC provides recordkeeping service to the Liberty Interactive Plan.

(2) Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements of the Liberty Interactive Plan have been prepared on the accrual basis of accounting and present the net assets available for benefits and the changes in those net assets.

Valuation of Investments

Investments are reflected in the accompanying financial statements at fair value. Fair value represents the closing prices at December 31, 2013 and 2012 for those securities having readily available market quotations. Mutual funds are valued at the daily closing price as reported by the fund. Mutual funds held by the Liberty Interactive Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The net asset value is used as a practical expedient to determine fair value.

Securities and investment transactions are accounted for on the trade date. The cost basis of such shares distributed is determined using the average cost method. Dividend income is recorded on the ex-dividend date. Income, including interest income, from other investments is recorded as earned on an accrual basis.

The net appreciation or depreciation in fair value of investments (net realized and unrealized gains or losses) is reflected in the accompanying statements of changes in net assets available for benefits and is determined as the difference between the market value at the beginning of the year (or date purchased during the year) and selling price or year-end market value.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent notes receivable are reclassified as deemed distributions based upon the terms of the Liberty Interactive Plan.

Distributions to Participants

Distributions requested by participants are recorded when paid.

Plan Expenses

Any employer contribution amounts forfeited pursuant to the terms of the Liberty Interactive Plan may be used to pay Liberty Interactive Plan expenses, except that the fees charged by the Trustee for notes receivable from participants and qualified domestic relations orders are paid by the participant utilizing such feature. In addition, certain investment related expenses reduce investment income in the accompanying statements of changes in net assets available for benefits. Any additional administrative expenses of the Liberty Interactive Plan are paid by Liberty Interactive.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Significant estimates include determination of fair value of investments. Actual results could differ from those estimates.

(3) Plan Termination

Although Liberty Interactive has not expressed any intent to terminate the Liberty Interactive Plan, it may do so at any time, subject to the provisions of ERISA. The Liberty Interactive Plan provides for full and immediate vesting of all participant rights upon termination of the Liberty Interactive Plan.

(4) Risks and Uncertainties

The Liberty Interactive Plan invests in various investment securities. Investment securities are exposed to various risks such as significant world events, interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term.

(5) Income Taxes

For the Liberty Interactive Plan, Liberty Interactive has adopted a volume submitter plan sponsored by Fidelity Management and Research Company that received an opinion letter from the IRS dated March 31, 2008 stating that the written form of the volume submitter plan document is qualified under section 401(k) of the Internal Revenue Code ("IRC"), and that any employer adopting this form of the plan will be considered to have a plan qualified under section 401(a) of the IRC. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. Liberty Interactive believes that the Plan is being operated in accordance with the applicable requirements of the IRC, and therefore believes the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Liberty Interactive Plan administrator has analyzed the tax positions taken by the Liberty Interactive Plan, and has concluded that as of December 31, 2013 and 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Liberty Interactive Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

The Liberty Interactive Plan administrator believes it is no longer subject to income tax examinations prior to 2010.

Therefore, the Liberty Interactive Plan administrator believes that the Liberty Interactive Plan is qualified and the related trust is tax-exempt as of December 31, 2013 and 2012.

(6) Investments

The following table presents investments that exceed 5% or more of the Liberty Interactive Plan's net assets as of December 31, 2013 and 2012:

		2013	2012
Mutual Funds:			
ALLNZ GI NFJ Small-Cap Value Instl.	$	4,106,423	2,185,653
Fidelity Retirement Money Market		*	2,032,704
Fidelity Low-Priced Stock	$	5,876,268	3,677,321
Fidelity Freedom 2030	$	4,909,484	3,070,196
Fidelity Freedom 2040	$	9,758,394	4,923,093
Fidelity Freedom 2050	$	4,960,791	2,389,507
Thornburg International Value R5	$	5,127,808	4,095,218
American Funds Growth Fund of America R4	$	4,517,271	2,562,830
Fidelity Spartan 500 Index Institutional	$	6,057,194	3,235,689
Baron Growth Retail	$	3,353,561	*

* Not held or not greater than 5% of the Liberty Interactive Plan's net assets as of the respective period.

During the years ended December 31, 2013 and 2012, the Liberty Interactive Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

		Years ended December 31,	
		2013	2012
Mutual funds	$	7,616,268	510,259
Brokeragelink accounts		57,652	11,353
	$	7,673,920	521,612

Fair Value Measurements

U.S. generally accepted accounting principles establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1
  Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2
  Inputs to the valuation methodology include:
  - quoted prices for similar assets or liabilities in active markets;
  - quoted prices for identical or similar assets or liabilities in inactive markets;
  - inputs other than quoted prices that are observable for the asset or liability;
  - inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

- Level 3

  Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Certain investments are reported at fair value on a recurring basis in the statements of net assets available for benefits. The following methods and assumptions were used to estimate the fair values:

Mutual funds and money market funds— Mutual funds are valued at the daily closing price as reported by the fund. Mutual funds held by the Liberty Interactive Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded and are classified as Level 1.

Common stock and other exchange traded equity securities—The fair value of these investments is based on the closing price per the primary stock exchange on which they are traded and are classified as Level 1.

Brokeragelink account—This asset category represents a separate brokerage account that offers a wide range of investment opportunities including mutual funds and common stocks listed on major U.S. exchanges. The fair value of common stocks and other exchange traded investments that are publicly traded is based on the closing price per the primary stock exchange on which they are traded and are classified as Level 1. The fair value of mutual funds is based on the net asset values of shares held at year-end and are classified as Level 1.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan's valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There were no changes in methodologies or leveling in 2013 or 2012.

The below tables present the fair value of assets by category measured on a recurring basis as of December 31, 2013 and 2012.

	Assets at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total fair value
Investments				
Mutual funds:				
Large Cap Growth	$ 4,517,271	--	--	$ 4,517,271
Large Cap Value	2,588,529	--	--	2,588,529
Large Cap Blend	6,057,194	--	--	6,057,194
Mid Cap Blend	5,876,268	--	--	5,876,268
Small Cap Growth	3,353,561	--	--	3,353,561
Small Cap Value	4,106,423	--	--	4,106,423
Global Stock	6,219,866	--	--	6,219,866
Bond Funds	4,370,647	--	--	4,370,647
Money Market	2,611,545	--	--	2,611,545
Target Retirement Funds	22,774,115	--	--	22,774,115
Real Estate Fund	1,177,488	--	--	1,177,488
Brokeragelink accounts:				
Equities and Highly Liquid Investments	1,169,939	--	--	1,169,939
Total assets at fair value	$ 64,822,846	--	--	$ 64,822,846

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total fair value
Investments				
Mutual funds:				
Large Cap Growth	$ 2,562,830	--	--	$ 2,562,830
Large Cap Value	1,319,191	--	--	1,319,191
Large Cap Blend	3,382,296	--	--	3,382,296
Mid Cap Blend	3,677,321	--	--	3,677,321
Small Cap Growth	1,574,519	--	--	1,574,519
Small Cap Value	2,185,653	--	--	2,185,653
Global Stock	4,441,702	--	--	4,441,702
Bond Funds	2,857,729	--	--	2,857,729
Money Market	2,089,191	--	--	2,089,191
Target Retirement Funds	12,570,076	--	--	12,570,076
Real Estate Fund	1,051,872	--	--	1,051,872
Brokeragelink accounts:				
Equities and Highly Liquid Investments	608,211	--	--	608,211
Total assets at fair value	$ 38,320,591	--	--	$ 38,320,591

Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. For the years ended December 31, 2013 and 2012, there were no transfers in or out of Level 1, 2, or 3.

(7) Party-in-Interest Transactions

Certain plan investments are shares of mutual funds managed by the Trustee. Therefore, these transactions qualify as party-in-interest.

(8) Summary of Financial Information Certified by the Trustee

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee of the Liberty Interactive Plan has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments, as shown in the statement of net assets available for benefits as of December 31, 2013 and 2012.
- Notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2013 and 2012.
- Investment income, as shown in the statements of changes in net assets available for benefits for the years ended December 31, 2013 and 2012.
- Investment amounts in note 6 as of and for the years ended December 31, 2013 and 2012.
- The schedule of assets (held at the end of the year) as of December 31, 2013 as shown on Schedule II.

(9) Delinquent Participant Transactions

As reported on Schedule 1 (Schedule H, Line 4a – Schedule of Delinquent Participant Contributions), certain participant contributions and note receivable repayments were not remitted to the Liberty Interactive Plan within the time frame specified by the Department of Labor's Regulation 29 CFR 2510.3-102, thus constituting nonexempt transactions between the Liberty Interactive Plan and the Company.

(10) Subsequent Events

Management has evaluated the need for disclosures and/or adjustments resulting from other subsequent events through July 31, 2014, the date the financial statements were issued. This evaluation determined that there were no subsequent events that necessitated disclosure and/or adjustments.

Schedule I

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
Year ended December 31, 2013

Period	Participant Contributions Transferred Late to Plan: Check here if late Participant loan repayments are included: ✓	Total That Constitute Nonexempt Prohibited Transactions: Contributions not corrected	Contributions corrected Outside VFCP	Contributions pending Corrections in VFCP	Total fully corrected under VFCP and PTE-2002-51
2011*	$ 42,247	--	--	42,247*	--
2012*	$ 3,427	--	--	3,427*	--
2012	$ 45,548	--	--	45,548	--
2013	$ 32,806	--	--	32,806	--

*Related to a predecessor plan that was merged into the Liberty Interactive Plan.

See accompanying Independent Auditors' Report.

Schedule II

LIBERTY INTERACTIVE 401(k) SAVINGS PLAN
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

	Identity of issue	Description of investment	Current value
	Pacific Investment Management Company LLC	PIMCO High Yield Administrative	$ 1,613,493
	Allianz Global Investors Fund Management LLC	Allianz GI NFJ Small-Cap Value Instl	4,106,423
*	Fidelity Management & Research Company	Fidelity Retirement Money Market	2,106,589
	BAMCO, Inc	Baron Growth Retail	3,353,561
*	Fidelity Management & Research Company	Fidelity Low-Priced Stock	5,876,268
*	Fidelity Management & Research Company	Fidelity Spartan International Index Advg	1,092,058
*	Fidelity Management & Research Company	Fidelity Freedom Income	130,851
*	Fidelity Management & Research Company	Fidelity Freedom 2000	160,764
*	Fidelity Management & Research Company	Fidelity Freedom 2010	286,971
*	Fidelity Management & Research Company	Fidelity Freedom 2020	2,566,858
*	Fidelity Management & Research Company	Fidelity Freedom 2030	4,909,484
*	Fidelity Management & Research Company	Fidelity Freedom 2040	9,758,394
*	Fidelity Management & Research Company	Fidelity Freedom 2050	4,960,791
	Thornburg Investment Management, Inc.	Thornburg International Value R5	5,127,808
*	Fidelity Management & Research Company	Fidelity Treasury Only Money Market	504,957
	Pacific Investment Management Company LLC	PIMCO Total Return Administrative	2,189,898
	Dodge & Cox	Dodge and Cox Stock	2,588,529
	Capital Research and Management Company LLC	American Funds Growth Fund of America R4	4,517,271
	The Vanguard Group, Inc.	Vanguard Inflation - Protected Securities Admin	567,257
	Cohen & Steers Capital Management, Inc.	Cohen & Steers Instl Global Realty	1,177,488
*	Fidelity Management & Research Company	Fidelity Spartan 500 Index Institutional	6,057,194
*	Fidelity Management & Research Company	Brokerage Accounts	1,169,939
*	Notes receivable from participants	Interest rates ranging from 3.25% to 5.25% with maturity dates through September 2027	1,048,451
		Total	$ 65,871,297

* Indicates a party-in-interest.

The information shown on this schedule was prepared from information provided by Fidelity Management Trust Company, the Liberty Interactive Plan's trustee, and certified as complete and accurate.

See accompanying Independent Auditors' Report.