

LIBERTY MEDIA INTERNATIONAL INC

Form 4

June 16, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARKOWSKI ELIZABETH M2. Issuer Name **and** Ticker or Trading
SymbolLIBERTY MEDIA
INTERNATIONAL INC [LBTY]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Senior Vice President

(Last) (First) (Middle)

12300 LIBERTY BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/15/20054. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

ENGLEWOOD, CO 80112

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Series A Common Stock	06/15/2005		D	3,923	D	0	D
Series A Common Stock	06/15/2005		D	136	D	0	I
Series A Common Stock	06/15/2005		D	259	D	0	I

By spouse
(2)By 401(k)
Savings
Plan

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) <u>(3)</u>	\$ 33.92	06/15/2005		P		54,554		<u>(4)</u>	08/08/2010	Series A Common Stock	54,554
Series A Common Stock (right to buy) <u>(3)</u>	\$ 33.92	06/15/2005		D		10,911		<u>(6)</u>	02/28/2011	Series A Common Stock	10,911
Stock Option (right to buy) <u>(3)</u>	\$ 33.92	06/15/2005		D		3,410		<u>(7)</u>	02/13/2011	Series A Common Stock	3,410
Stock Option (right to buy) <u>(3)</u>	\$ 33.92	06/15/2005		D		13,298		<u>(8)</u>	07/31/2013	Series A Common Stock	13,298
Stock Option (right to buy) <u>(9)</u>	\$ 33.41 <u>(9)</u>	06/15/2005		D		63,830 <u>(9)</u>		<u>(10)</u>	06/22/2014	Series A Common Stock	63,830

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARKOWSKI ELIZABETH M 12300 LIBERTY BLVD.			Senior Vice	

ENGLEWOOD, CO 80112

President

Signatures

/s/ Elizabeth M.

Markowski

06/15/2005

Signature of Reporting
Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - (1) Disposed of pursuant to a merger agreement providing for the merger of the Issuer and UnitedGlobalcom, Inc. (the merger involving the Issuer, the "Merger") with wholly-owned subsidiaries of Liberty Global, Inc. ("LGI") in exchange for an equivalent number of shares of LGI Series A Common Stock.
 - (2) The reporting person disclaims beneficial ownership of these shares owned by her spouse.
 - (3) The option was acquired pursuant to anti-dilution provisions in the incentive plan of Liberty Media Corporation ("LMC") in connection with the spin off of the Issuer from LMC on June 7, 2004 and subsequently adjusted as to exercise price and number of shares pursuant to anti-dilution provisions in the incentive plan of the Issuer in connection with the Issuer's rights offering effective August 23, 2004 (the "Rights Offering").
 - (4) The option provided for vesting as to 20% of the total number of shares on each August 8, beginning August 8, 2001.
 - (5) The option was assumed by LGI in the Merger and replaced with an option to purchase an equivalent number of shares of LGI Series A Common Stock at the same exercise price.
 - (6) The option provided for vesting as to 25% of the total number of shares on each February 28, beginning February 28, 2003.
 - (7) The option provided for vesting as to 20% of the total number of shares on each February 13, beginning February 13, 2002.
 - (8) The option provided for vesting as to 20% of the total number of shares on each July 31, beginning July 31, 2004.
 - (9) The option was adjusted as to exercise price and number of shares pursuant to anti-dilution rights in the incentive plan of the Issuer in connection with the Rights Offering.
 - (10) The option provided for vesting as to 20% of the total number of shares on each June 22, beginning June 22, 2005.

Remarks:

The trading symbols for the Issuer's Series A and Series B Common Stock are, respectively, LBTYA and LBTYB.

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

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