

Edgar Filing: ON COMMAND CORP - Form 4

ON COMMAND CORP
 Form 4
 November 20, 2002

----- UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 FORM 4 WASHINGTON, D.C. 20549

/ / CHECK THIS BOX IF NO STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
 LONGER SUBJECT TO SECTION 16. FORM 4 OR Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 FORM 5 OBLIGATIONS MAY Section 17(a) of the Public Utility Holding Company Act of 1935
 CONTINUE. SEE Section 30(h) of the Investment Company Act of 1940
 INSTRUCTION 1(b).
 (Print or Type Responses)

| | | | | | |
|--|---------|----------|---|--|-----|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name AND Ticker or Trading Symbol | 6. R | |
| Liberty Media Corporation | | | On Command Corporation (ONCO) | -- | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year | -- |
| 12300 Liberty Blvd. | | | | 11/2002 | --- |
| ----- | | | | ----- | 7. |
| (Street) | | | 84-1288730 | 5. If Amendment, Date of Original (Month/Day/Year) | X |
| Englewood, CO 80112 | | | | | --- |

| (City) | | | (State) | (Zip) | TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI | | |
|---------------------------------|--|----------------------------------|---|-----------|---|----------------|--|
| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/Day/Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Security Beneficially Owned For ing Repo ing Transact (Instr. and 4) | | |
| | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 11/18/2002 | P | | 2,044,444 | A | \$0.74 21,448, | |

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

* If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).

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FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(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 or Disposed (Instr. 10) |
|---|--|--------------------------------------|--|--------------------------------|---|
|---|--|--------------------------------------|--|--------------------------------|---|

Code V (A)

| 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--|--|--|
|---|--|--|--|--|

Title Amount or Number of Shares

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Explanation of Responses:

(1) The Reporting Person is filing this Form 4 as a result of an acquisition of 2,044,444 shares Reporting Person's majority owned subsidiary, Liberty Satellite & Technology, Inc. ("Liberty Sate control of Liberty Satellite, the Reporting Person may be deemed to be the beneficial owner of 19 held by Ascent Entertainment Group, Inc., a wholly owned subsidiary of Liberty Satellite, as well Common Stock held by Liberty Satellite as a result of the acquisition reported hereby. The Report owns 125 shares of Common Stock through one of its wholly owned subsidiaries.

Liberty Media Corporation
By: /s/ Elizabeth M. Marko

Name: Elizabeth M. Mar
Title: Senior Vice Pres

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.