



2017 Investor Day

November 16, 2017

Forward-Looking Statement

This presentation includes certain forward-looking statements, including statements about business strategies, market potential, our proposed acquisition of HSN, Inc. (“HSNi” and the “proposed HSNi acquisition”) and our proposed acquisition of General Communication, Inc. (“GCI”) and the proposed split-off of GCI and certain Liberty Ventures Group assets and liabilities (the “proposed GCI transactions” and together with the proposed HSNi acquisition, the “proposed transactions”), the proposed reattribution or sale of assets and liabilities at Liberty Interactive in connection with the proposed GCI transactions, the anticipated benefits and synergies resulting from each of the proposed transactions, the renaming of Liberty Interactive, estimated purchased accounting amortization in connection with the proposed HSNi acquisition, the proposed financial structure and capitalization of each of the QVC Group and GCI Liberty following the proposed transactions, future financial prospects, new service and product offerings, the monetization of our non-core assets, the continuation of our stock repurchase program, the estimated liabilities under exchangeable debentures and the ability of invested cash flows to meet obligations under the debentures and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including, without limitation, the satisfaction of conditions to complete each of the proposed transactions, possible changes in market acceptance of new products or services, competitive issues, regulatory matters affecting our businesses, continued access to capital on terms acceptable to Liberty Interactive, changes in law and government regulations that may impact the derivative instruments that hedge certain of our financial risks and market conditions conducive to stock repurchases. These forward-looking statements speak only as of the date of this presentation, and Liberty Interactive expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in Liberty Interactive’s expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. Please refer to the publicly filed documents of Liberty Interactive, including the most recent Forms 10-Q and 10-K for additional information about Liberty Interactive and about the risks and uncertainties related to Liberty Interactive’s business which may affect the statements made in this presentation. During today’s presentation we will discuss certain non-GAAP financial measures including adjusted net income. Please refer to the Appendix at the end of the presentation for definitions and applicable GAAP reconciliations. The Appendix will be available on our website www.libertyinteractive.com throughout this meeting.

Additional Information

Nothing in this presentation shall constitute a solicitation to buy or an offer to sell shares of HSNi common stock or any of Liberty Interactive's tracking stocks. Liberty Interactive stockholders, HSNi stockholders and other investors are urged to read the registration statement and the proxy statement/prospectus regarding the proposed HSNi acquisition (a preliminary filing of which has been made with the SEC) and any other relevant documents filed with the SEC, as well as any amendments or supplements to those documents, because they contain important information about the proposed HSNi acquisition. Copies of these SEC filings are available free of charge at the SEC's website (<http://www.sec.gov>). Copies of the filings together with the materials incorporated by reference therein are also available, without charge, by directing a request to Liberty Interactive Corporation, 12300 Liberty Boulevard, Englewood, Colorado 80112, Attention: Investor Relations, Telephone: (720) 875-5420. HSNi investors can access additional information on HSNi's website at <http://www.hsn.com> or by contacting HSNi's Investor Relations Department at HSN, Inc., 1 HSN Drive, St. Petersburg, Florida 33729, Attention Investor Relations, Telephone: (727) 872- 1000, email: ir@hsn.net.

Nothing in this presentation shall constitute a solicitation to buy or an offer to sell shares of GCI Liberty, GCI common stock or any of Liberty Interactive's tracking stocks. The offer and issuance of shares in the proposed GCI transactions will only be made pursuant to GCI's effective registration statement. Liberty Interactive stockholders, GCI stockholders and other investors are urged to read the registration statement and the joint proxy statement/prospectus regarding the proposed GCI transactions (a preliminary filing of which has been made with the SEC) and any other relevant documents filed with the SEC, as well as any amendments or supplements to those documents, because they contain important information about the proposed GCI transactions. Copies of these SEC filings will be available free of charge at the SEC's website (<http://www.sec.gov>). Copies of the filings together with the materials incorporated by reference therein will also be available, without charge, by directing a request to Liberty Interactive Corporation, 12300 Liberty Boulevard, Englewood, Colorado 80112, Attention: Investor Relations, Telephone: (720) 875-5420. GCI investors can access additional information at ir.gci.com.

Participants in a Solicitation

The directors and executive officers of Liberty Interactive and GCI and other persons may be deemed to be participants in the solicitation of proxies in respect of proposals to approve the proposed GCI transactions. Information regarding the directors and executive officers of Liberty Interactive is available in its definitive proxy statement, which was filed with the SEC on April 20, 2017. Information regarding the directors and executive officers of GCI is available as part of its Annual Report on Form 10-K filed with the SEC on March 2, 2017. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be available in the proxy materials regarding the foregoing to be filed with the SEC. Free copies of these documents may be obtained as described in the preceding paragraph.

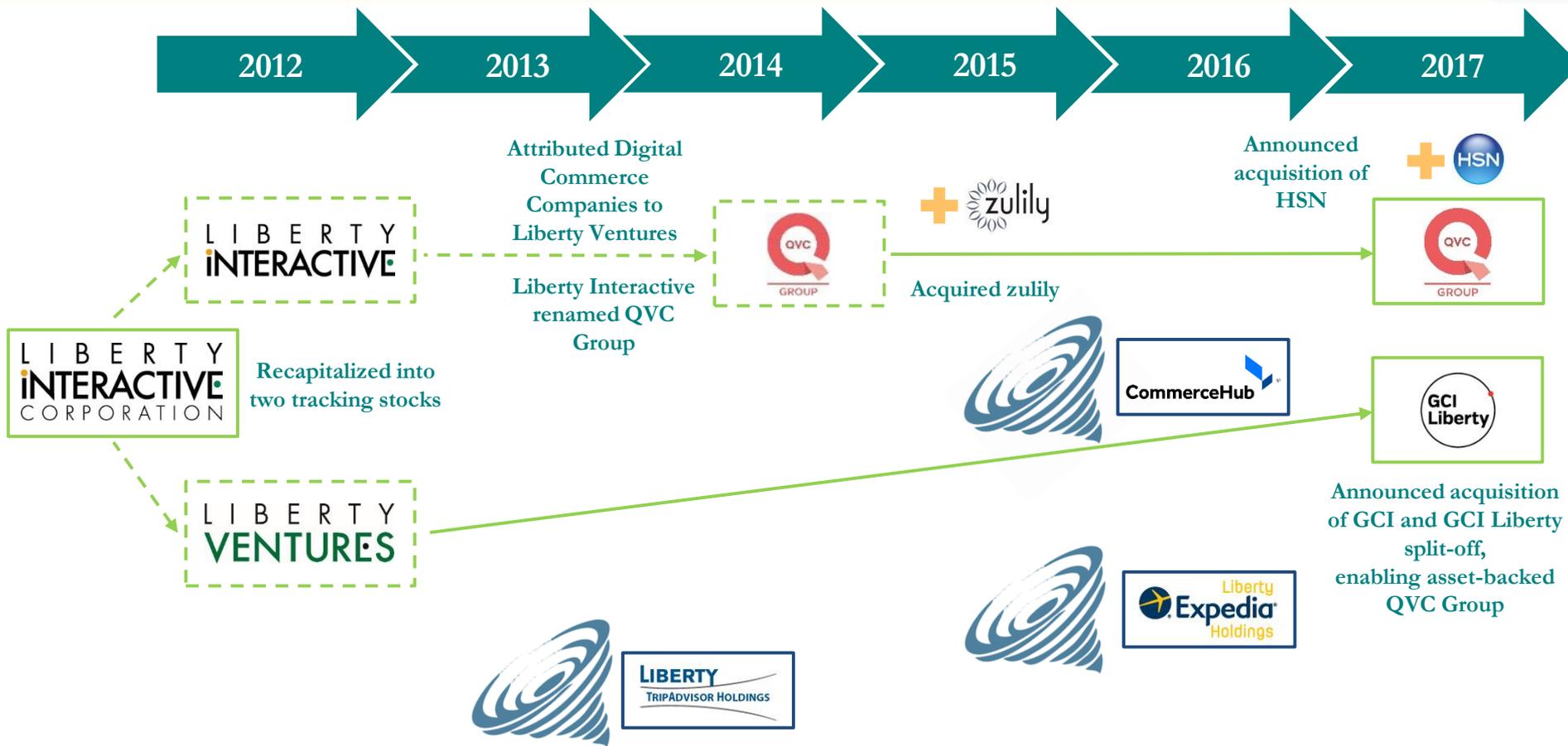
Agenda

8:00 – 9:00	Experience Liberty & Breakfast	
9:00 – 9:10	Welcome.....	Courtnee Chun
9:10 – 9:25	QVC Group.....	Greg Maffei & Mark Carleton
9:25 – 9:50	QVC.....	Mike George
9:50 – 9:55	zulily.....	Darrell Cavens
9:55 – 10:05	Liberty Ventures.....	Greg Maffei
10:05 – 10:20	GCI	Pete Pounds
10:20 – 10:25	Liberty Broadband.....	Greg Maffei
10:25 – 10:40	Charter.....	Tom Rutledge
10:40 – 10:50	Liberty Expedia.....	Chris Shean
10:50 – 11:15	Liberty TripAdvisor and TripAdvisor	Greg Maffei & Steve Kaufer
11:15 – 12:00	Q&A.....	John Malone & Greg Maffei

“Finally!”

Greg Maffei – President & CEO

Liberty Interactive: Oh, The Places We've Been...



 Indicates tracking stock.
 Indicates asset-backed stock.



Since We Last Met...



- Announced proposed acquisition of remaining 62% of HSN in all equity transaction
 - Total enterprise value \$2.6b and equity value \$2.1b⁽¹⁾
 - Expected close December 2017



- QVC will become asset-backed stock
 - Liberty Interactive announced proposed acquisition of GCI and combination with Liberty Ventures
 - Combined company will split-off, enabling asset-backed QVC Group
 - Expected close Q1-18



- QVC expanded live distribution reach
 - Rebranded QVC Plus as QVC2 and doubled live hours to 40 hours / week
 - BeautyiQ expanded to 46m homes with 20 hours live programming / week
 - Simulcasting 100 hours / week on Facebook Live

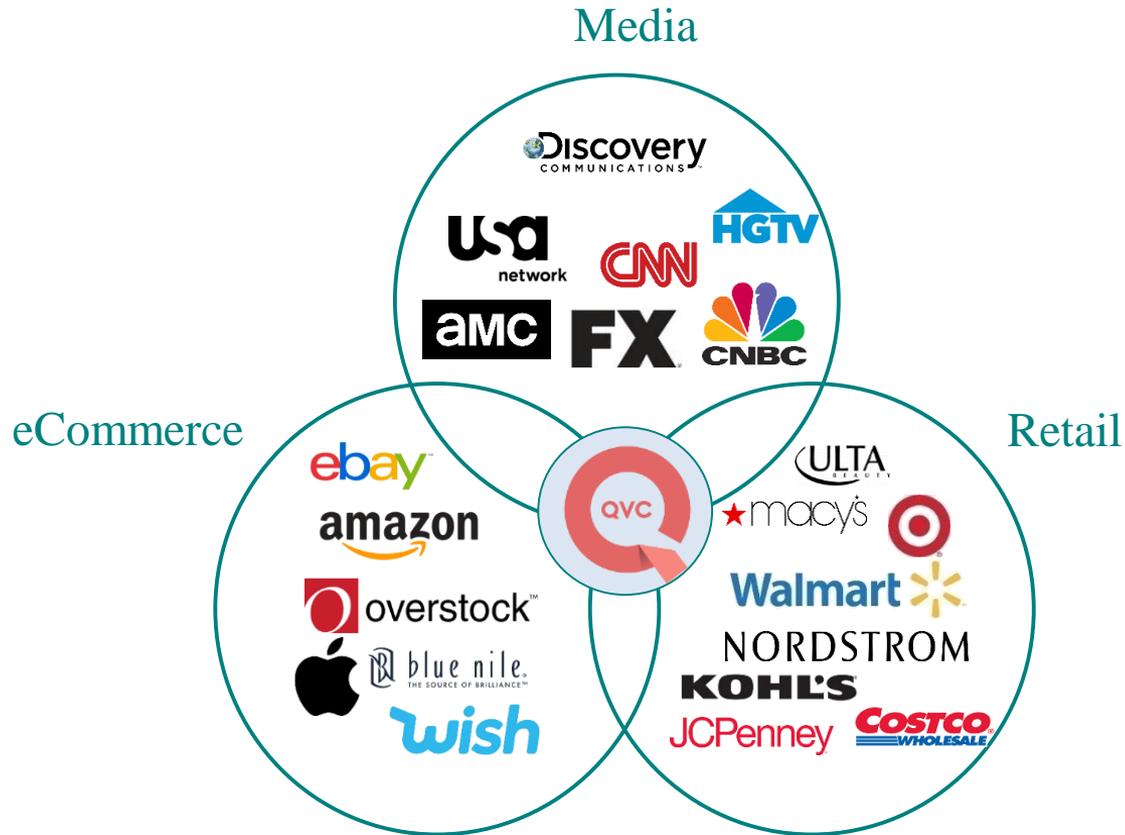


- QVC International saw solid constant currency revenue and adjusted OIBDA growth for four consecutive quarters
- China JV achieved profitability in Q3-17

(1) Based on HSNi undiluted share count as of 11/6/17 and QVCA share price of \$23.91 as of 11/10/17. 7



Bear Case: QVC at Intersection of Three Bad Industries



QVC: The Media Company

Bear Case: Cord cutting and skinny bundles will eliminate TV shopping



New Distribution Channels and Devices = More Ways to Access QVC



- **Target demographics different**

- Current cord cutting demographic (young, male, lower income) very different from QVC core demographic
- Digital MVPD platforms not currently targeting QVC demographic
- In discussions with all providers for carriage once products reach scale and target QVC demographic

- **QVC video content “shoppable” across platforms and well positioned to evolve with distribution landscape**

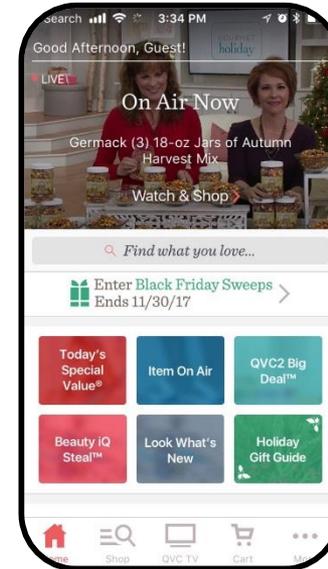
- Platform agnostic
- Video is our DNA; others trying to catch up
- 77% of Americans own smartphones⁽¹⁾, enabling QVC touch points outside the home

- **OTT is more opportunity than threat**

- Digital and new platforms for QVC growing

Roku QVC app streamed 387 minutes per week⁽²⁾

- Carriers have economic incentive to include QVC
- Skinny bundles improve opportunity for organic search



New app rollout
June 2017 w/ video
on home screen

(1) Source: Pew Research Mobile Fact Sheet, January 2017.

(2) Represents approximate minutes streamed on QVC Roku app per device per week in 3Q17.

QVC: The Retail Company

Bear Case: QVC will decline due to retail industry headwinds



“Those Doing Well Are What I Would Call Zigging While Amazon Is Zagging.”

-Scott Galloway

If you know what you want to buy...you buy it on Amazon

If you want to be **informed** or **entertained** ...



Genius Bar offers hands-on customer service

“We think of [our store] as our largest product”
– Angela Ahrendts, Apple SVP of Retail⁽¹⁾

SEPHORA



“Cast members” are passionate experts in beauty



Teaching consumers how to use technology
24/7 support for all tech products/



HOME DEPOT



Home improvement is experiential
Trusted professionals provide guidance

Glossier.

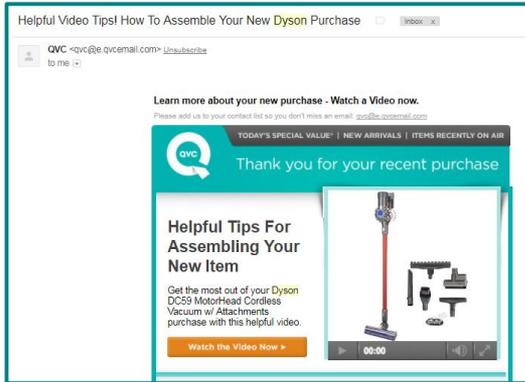


Storytelling and content first
Relationship-driven with trusted experts

(1) Source: “Apple just revealed the future of its retail stores,” The Verge, May 2016.

QVC Succeeding Because:

Informative...



Entertaining...

Experiential Shopping

145+ hours of live content produced per day

29 on-air hosts⁽¹⁾

900 on-air guests/year⁽¹⁾



Intensity of Purchase Behavior

24 items purchased/year⁽²⁾

\$1,247 annual spend⁽²⁾

89% retention rate⁽²⁾

(1) QVC US Only.
(2) Metrics per existing customer for consolidated QVC FY 2016.

QVC Has Structural Advantages Over Traditional Retail

1

Advantaged Business Model

- **“First price lowest”** model encourages call-to-action and reduces promotional incentive
- Advantaged inventory profile
 - Centralized inventory and return to vendor rights
 - At risk for <50% inventory
- Capex light and relatively low fixed cost structure
- Versatility of business model
 - Change products featured in minutes based on customer behavior
- Not exposed to mall traffic declines

2

Exclusivity & Vertical Integration

75% of products proprietary or exclusive

- Price isn't primary motivator for purchase
- QVC's apparel / accessories performing well while department stores struggle



	Product Mix ⁽¹⁾	Exclusivity ⁽²⁾
Fashion	32%	60%
Apparel		100%
Jewelry	9%	90%
Home	33%	80%
Beauty	17%	60%
Electronics	9%	60%

(1) Global shipped sales for FY 2016.

(2) Exclusivity is estimated for US only and includes bundles, colors and accessories.

QVC Has Structural Advantages Over Traditional Retail (cont.)

3

Global Scale...

	TV Homes ⁽¹⁾ <i>(millions)</i>	Channels
	104	3
	41	3
	26	1
	27	5
	24	1
	19	1
	121	1
	362	15

New QVC Group will be
#1 in global video commerce⁽²⁾
#3 in eCommerce and mobile⁽³⁾

4

...Extended by HSNi Synergies

Procurement	<ul style="list-style-type: none"> Freight and other indirect savings Leverage QVC direct sourcing / strategic vendor management Payment options 	\$60-65m
Duplicate Functions	<ul style="list-style-type: none"> Headcount Public company costs (listing and filing fees) 	\$60-65m
Business Process Integration	<ul style="list-style-type: none"> Optimize supply chain network Optimize contact centers 	\$60-65m
MSO Distribution Fees / Marketing	<ul style="list-style-type: none"> Conservative assumptions on MSOs (channel placement and HD availability equally important) Marketing spend optimization 	\$20-25m

\$200 - 220 million estimated operating synergies⁽⁴⁾
Phased timing of synergies ramping through 2021



CapEx Synergies



Revenue Synergies

(1) As reported in respective 10-K filings for year ended December 31, 2016.

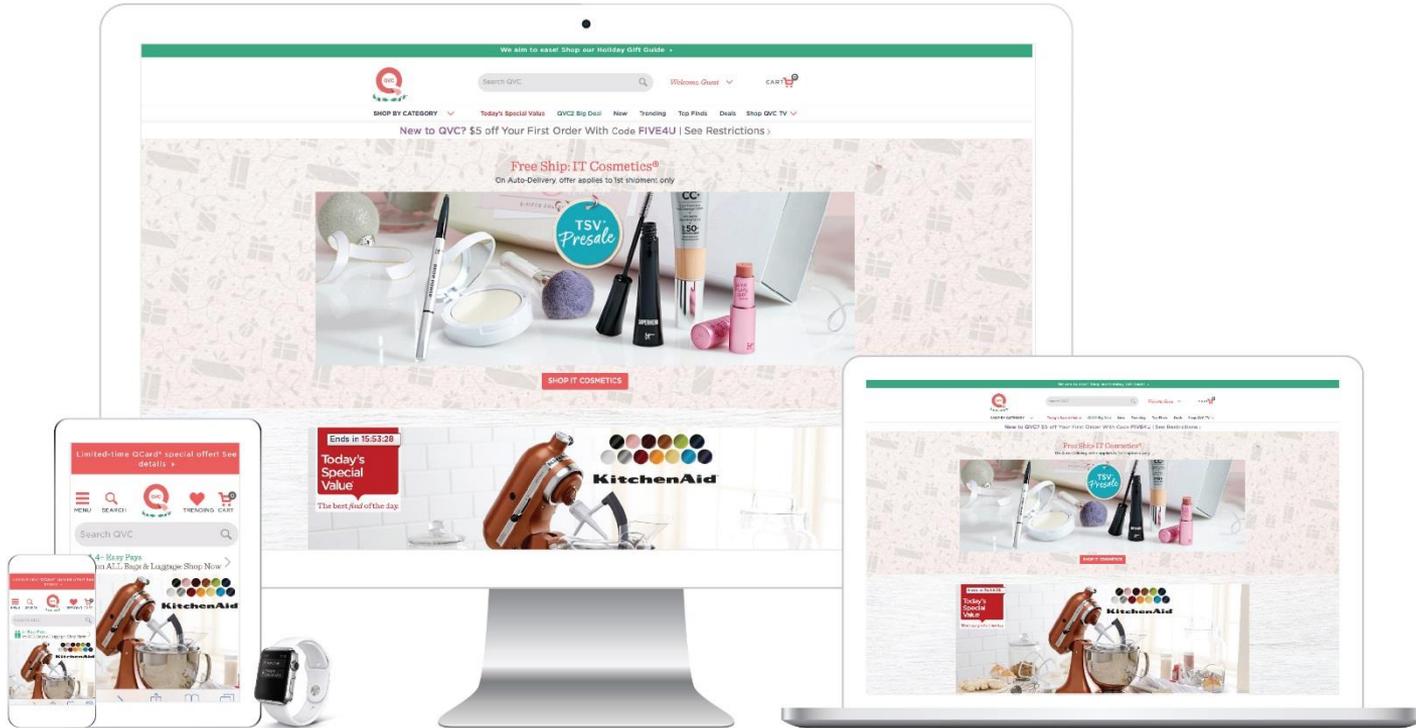
(2) Source: Pitchbook / Morningstar, Euromonitor, public company filings, QVC internal analysis. Latest available.

(3) Source: Internet Retailer. #3 in North America in eCommerce and #3 in mobile commerce in US among multi-category retailers. Includes QVC, HSNi and zulily.

(4) Estimated operating synergies between QVC and HSNi, excludes potential capex savings.

QVC: The eCommerce Company

Bear Case: Amazon's overwhelming eCommerce power will kill QVC



The Way We Shop is Changing

Old Web: Search → Browse

New Web: Curate → Execute

Google pillow cases

All Shopping Images Videos News More Settings Tools

About 10,200,000 results (0.70 seconds)

Shop for pillowcases on Google

Sponsored

- Me & You Pillowcases, ... \$14.99 World Market
- Hotel Collection 470 Thread ... \$33.93 Macy's ★★★★★ (6)
- Classic Percale Solid ... \$32.00 The Company... Special offer
- Personalized Pillow Case \$19.99 Walgreens.com
- Mainstays Pillowcase ... \$2.99 Jet.com Special offer

Pillow Cases : Sheets & Pillowcases : Target
[https://www.target.com/home/bedding/sheets & pillowcases](https://www.target.com/home/bedding/sheets&pillowcases)
Items 1 - 24 of 114 - Shop Target for pillow cases sheets & pillowcases you will love at great low prices. Free shipping on orders \$35+ or free same-day pick-up in ...

Pillow Cases | Great Selection of Queen & King Size Pillowcases ...
<https://www.bedbathandbeyond.com/store/category/bedding/.../pillowcases/14526/>
The wide selection of pillowcases at bedbathandbeyond.com adds the perfect finishing touch to your bedding. Get cotton and flannel pillow cases from standard ...

Pillow Cases - Walmart.com
https://www.walmart.com/browse/home/pillow-cases/4044_539103_1043821
Products 1 - 40 of 19497 - Shop for Pillow Cases in Bedding. Buy products such as Mainstays Cotton Blend 2-Pack S/Q Zippered Pillow Covers at Walmart and ...
Better Homes and Gardens ... SheetWorld Crib / Toddler ... Yellow Pillow Cases

Amazon.com: Pillowcases - Sheets & Pillowcases: Home & Kitchen
<https://www.amazon.com/pillowcases/b?ie=UTF8&node=3732831>
Results 1 - 24 of 52965 - Discover our great selection of Bed Pillow Pillowcases on Amazon.com. Over 120000 Bed Pillow Pillowcases ✓ Great Selection & Price ...
Allersoft 100% Cotton Bed Bug ... ALASKA BEAR - Natural Silk

Where People Start Product Searches⁽¹⁾



Amazon had patent on "1-click" technology⁽²⁾

Amazon mobile app search results for 'pillowcases' showing sponsored items and a '1-click' purchase flow.

Consumers seek and buy inside the same platform

(1) Source: The Four, Scott Galloway.
(2) Patent expired September 2017.



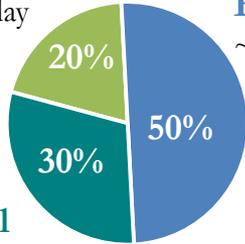
QVC is a “Curate → Execute” Shopping Platform

- QVC curates unique, fresh product offering every day through distinctive discovery platforms
 - Leverage real-time customer feedback to tailor on-air offering
- Ease of purchase across multiple platforms reduces shopping friction
 - Customers transact via phone / app / tablet / Apple Watch while watching separate medium
- QVC, zulily, HSN lead mobile industry trends

Daily Sales Curated Across Three Platforms⁽¹⁾

Today’s Special Value

8 video exposures/day



Live Curated Experience

~140 items / day

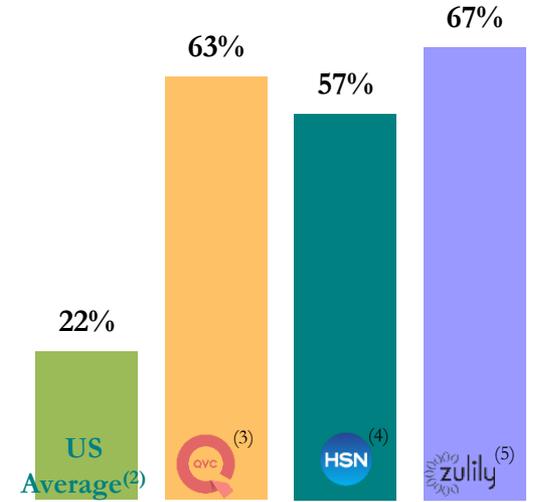
Non-Live Digital Only Experience

106k SKUs on digital platforms

28% products new in any given week



Mobile % of Digital Commerce Dollars



(1) QVC US.
 (2) Source: comScore m-Commerce Measurement. Q1-17.
 (3) QVC US mobile % of eCommerce revenue based on gross US dollar orders for Q3-17.
 (4) HSN mobile sales as a % of digital sales for Q3-17.
 (5) Mobile % of total orders for Q3-17.



74% of QVC customers already shop on Amazon today⁽¹⁾

- QVC's narrow and deep product assortment contrasts with “everything store”
 - QVC presents ~770 products on-air/week, ~106k products online
- QVC is unique, relationship-driven experience
 - Discovery-based shopping largely for discretionary purchases
- QVC preferred retail vendor
 - Allows vendors to control messaging and tell brand story **authentically**
 - Vendors see sales lift at other distribution platforms when product is on-air

Brands We Helped Discover

bareMinerals®

JOSIE MARAN

it COSMETICS™



T A T C H A.

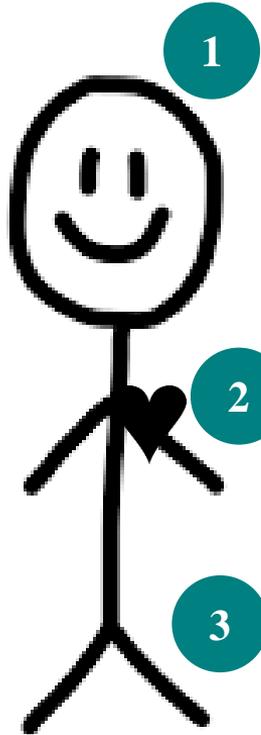


Mrs. Prindable's

(1) Source: QVC Customer Survey Jan 2015-Sept 2017

Ultimately, How Do You Appeal to Your Customer?

Galloway's Body Framework



1

Calculating and Rational

amazon Walmart*

2

Powered by *love*



WARBY PARKER



3

Desire, Pleasure & Attractive Appeal



Find what you love.
Love what you find.

QVC is your 13m person shopping community

98m QVC US customer contacts⁽¹⁾

180m customer contacts⁽¹⁾⁽²⁾

2.1b annual website visits⁽²⁾

8.3m Facebook followers⁽²⁾

240+ social media pages⁽²⁾

"When 3 generations all get up for
[@QVC](#) [#tsv](#) you know it's amazing.
Thanks [@josie_maran](#) [#arganoil](#)



Note: All data as of FY 2016.

(1) Includes customer calls, email contacts and social contacts.

(2) QVC, HSNi and zulily.



- Studio space, talent and operations required for 24/7 live programming year-round
- Global TV carriage
- Host talent
- Engaged and loyal community

Don't fight on other people's terms*

* RIP *Amazon Style Code Live*



QVC Group Buyback Philosophy

- QVC has and will continue to invest for future (e.g. IT, distribution platforms, mobile experience, fulfillment)
- QVC Group continues to be levered return of capital story
 - Highly cash generative
 - Mandate for focused M&A (e.g., zulily, HSNi)
 - Tax efficient return of capital
- Repurchased \$629m QVCA stock year-to-date through 10/31
 - Out of market on repurchases for nearly half of year due to GCI and HSN transactions
- Long-term strategy remains to approximately match buyback activity with levered free cash flow
 - Post-retribution additional cash flow at QVC Group from tax shield from exchangeable bonds and green energy investments can be deployed for additional repurchases
- Relevant considerations for buyback pace
 - Buyback ROIC
 - Financial policy
 - Current QVC, Inc. leverage at 2.7x⁽¹⁾, in line with stated leverage target of 2.5x
 - Financial maintenance covenant at 3.5x an additional consideration
 - HSNi leverage at 1.8x⁽²⁾ and intend to manage HSNi leverage consistent with QVC levels

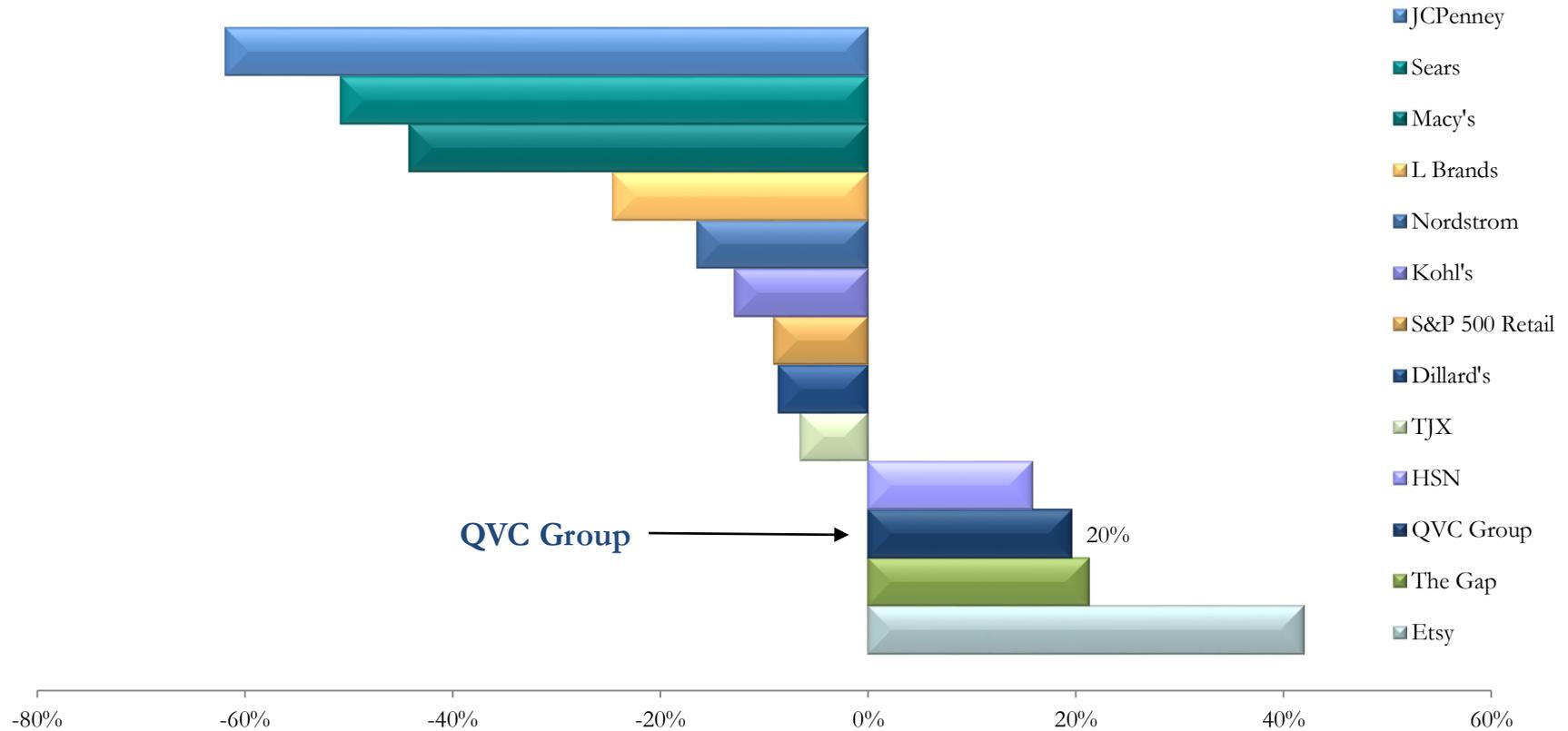
(1) As of 9/30/17; leverage as defined in QVC's credit facility and includes zulily's OIBDA.

(2) As of 9/30/17; leverage as defined in HSNi's credit facility.

Mark Carleton – CFO

QVC Stock Outperformed Majority of Retail Peers

YTD 2017 Stock Return



Pending Formation of QVC Group

Today's QVC Group



Reattribution at Closing of GCI Liberty Transaction

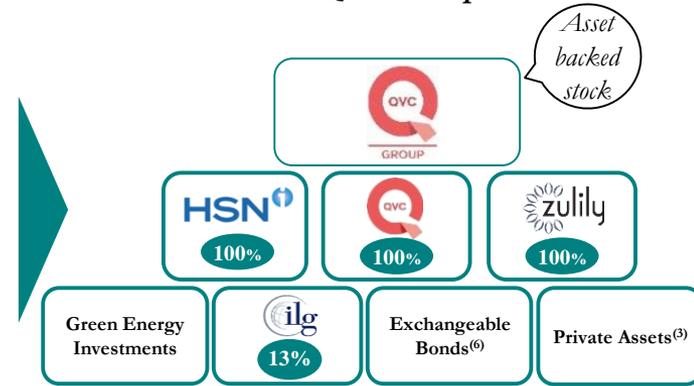
Assets: (~\$1,535m)

- Cash (\$932m)⁽¹⁾
- ILG (\$366m after-tax)⁽²⁾
- Private assets⁽³⁾ (\$75m)
- Green Energy Investments (\$138m)
- Tax benefits – stock options (\$24m)

Liabilities: (~\$1,535m)

- Exchangeable Debentures
 - 1.75% Exchangeable (\$590m)⁽⁴⁾
 - Remaining Exchangeables⁽⁵⁾

Pro-Forma QVC Group



- Private assets⁽³⁾ valued at \$75m at Liberty Ventures expected to be reattributed to QVC Group
- 1.75% Charter Exchangeable Debentures will be reattributed to QVC Group from Liberty Ventures with approximately \$590m cash and indemnity from GCI Liberty⁽⁷⁾
 - QVC Group expects to launch tender offer post reattribution to repurchase 1.75% Debentures
- Valuation on remaining exchangeables⁽⁵⁾ based on third party valuation using consistent methodology as transaction announcement
 - Valuation increased due primarily to change in market value, passage of time and adjustment of valuation inputs
- \$342m⁽¹⁾ of reattributed cash expected to reduce QVC revolver

Note: All data as of 11/10/17. All valuations based on current legal and regulatory environment and subject to final valuation at close.

(1) Total reattributed cash of \$932m includes \$590m to be used towards tender offer for 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures Group and \$342m expected to reduce QVC revolver.

(2) Represents fair value of investment in ILG net of tax.

(3) Includes estimated fair value of Sound Ventures, Quid, Brit+Co and Liberty Israel Venture Fund II.

(4) Represents NPV of principal and cash interest payments through put/call date (10/2023) as of 11/10/17; final valuation to be determined as of transaction date.

(5) Includes Liberty Interactive's 4.00%, 3.75%, 3.50% and 0.75% Exchangeable debentures; based on third party valuation.

(6) Includes Liberty Interactive's 4.00%, 3.75%, 3.50% and 0.75% Exchangeable debentures; based on third party valuation. Excludes 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures based on assumption that Debentures are tendered in full.

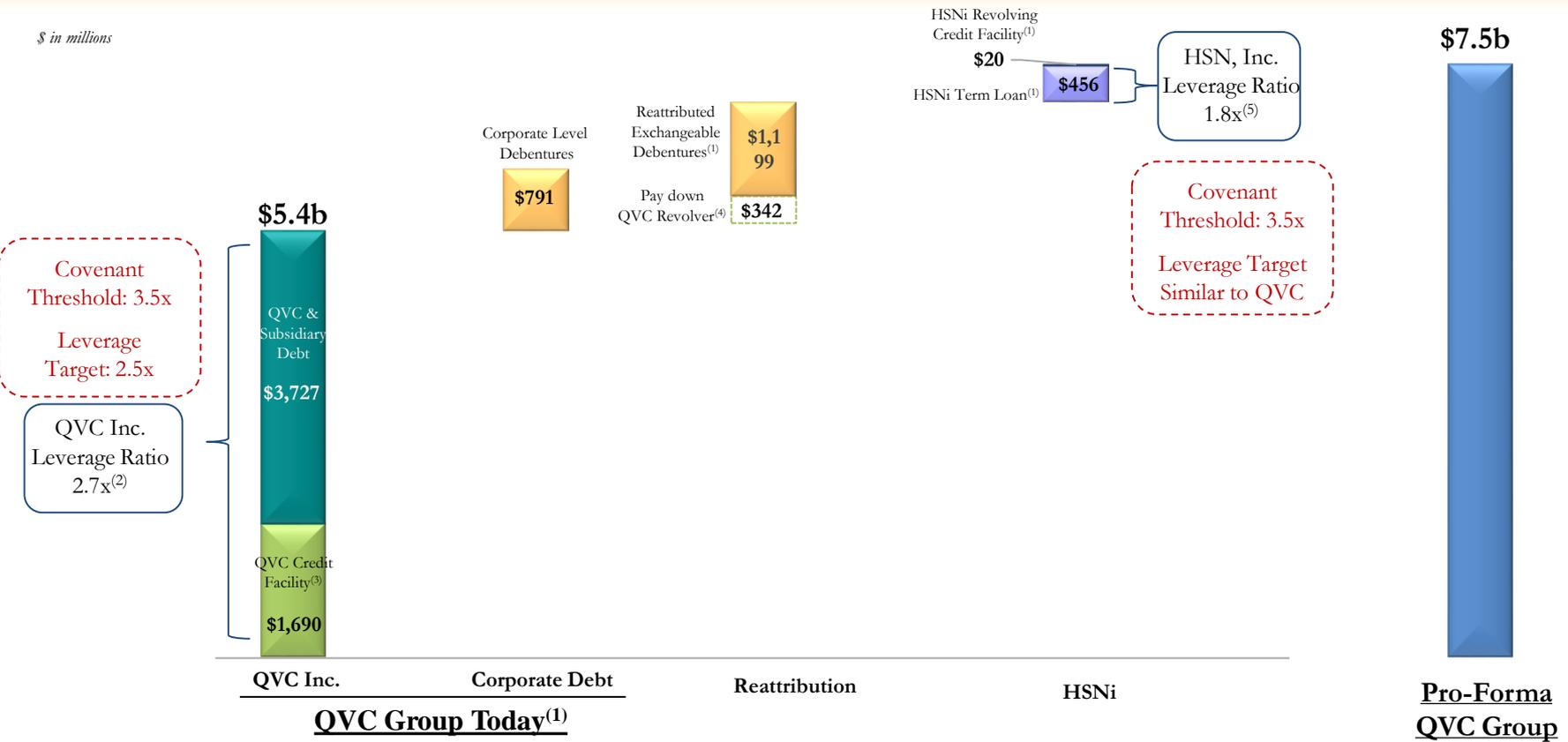
(7) Additional information available on slide 14 of Liberty Ventures Investor Day presentation.

Exchangeable Debentures 101

- What are they?
 - Debt securities with exchangeability feature into a security or an underlying basket of securities (or settled in cash) generally with higher tax deductible interest rate than cash interest rate
- How do they work?
 - Allows for tax deductions in excess of cash coupon
 - Contingent interest deductions create current period cash benefit from tax deductions in excess of stated interest, compounding semi-annually
 - Adjusted issue price accretes annually for the difference between cash interest and interest rate for tax purposes
 - Creates corresponding deferred tax liability (“DTL”) that grows 1x1 with the growing contingent interest deductions
 - Current period deferred tax liability created from cash flow accrued to-date, but DTL doesn’t have to be paid until earlier of maturity or redemption of underlying bond
 - Tax liability calculated based on prevailing tax rate at maturity or redemption
 - Simplified example provided in Appendix

Pro-Forma QVC Group Debt

\$ in millions



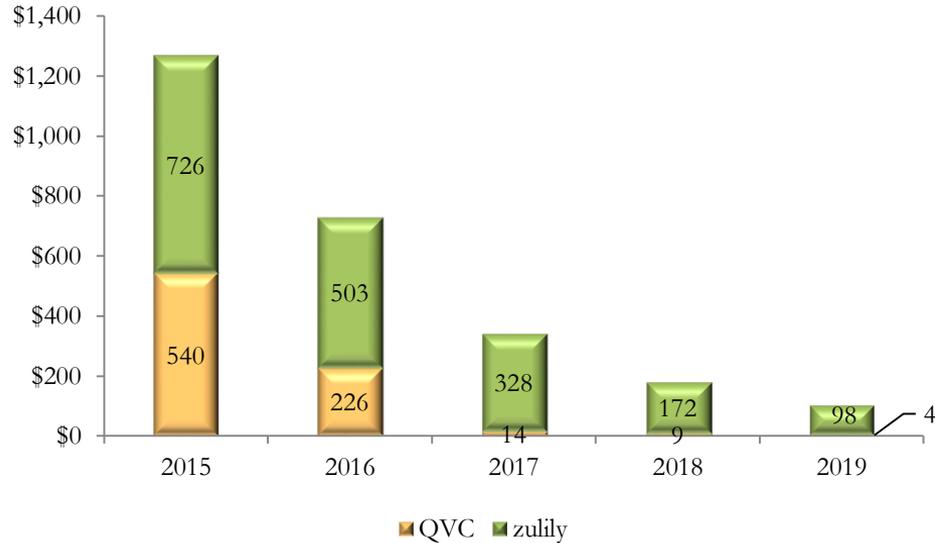
Note: See footnotes on slide 34. Reattribution refers to transaction described on slide 25. Excludes 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures based on assumption that Debentures are tendered in full.

- (1) Represents principal amounts outstanding as of 9/30/17.
- (2) As of 9/30/17, as defined in QVC's credit facility and based on combined adjusted OIBDA of QVC and zulily.
- (3) Total capacity of \$2.65b, includes \$400m tranche where zulily is co-borrower and co-guarantor.
- (4) Assumes \$342m of reattributed cash used to pay down QVC's credit facility.
- (5) Based on publicly available information. As of 9/30/2017, as defined in HSNi's credit agreement.



Review of Purchase Accounting Amortization

QVC Group Intangible Asset Balance



QVC Group Purchase Accounting Amort.

- QVC purchase accounting (“PA”) dates back to 2003 acquisition of Comcast’s interest in QVC
- Majority of QVC PA amortization rolled off by end of Q3-17
- Additional PA amortization associated with zulily acquisition
- HSN purchase accounting amortization will be layered in after close
 - Annual purchase accounting amortization estimated \$150 - 175m⁽¹⁾ over 5 - 10 years
- PA amortization is not deductible for cash tax purposes

(1) Preliminary estimate and subject to change.

Responding to Other Analyst Concerns

Shipping & Handling (“S&H”)

- QVC revised shipping policy February 2015
 - 68% of product ships for \$3 or less
 - 78% of product ships for \$5 or less
- S&H never been source of profit
 - Aim to recover ~60% of cost
- Reducing reliance on S&H revenue while maintaining/expanding margins is GOOD for business health
 - Margin recovery due to:
 - S&H included for higher all-in price where customer prefers (i.e. food & garden)
 - Vendors often absorb costs due to volume of product sold and carryover effects to other sales channels from QVC airing
 - Investments in fulfillment efficiencies (i.e. carrier negotiation and multi-order consolidation)

Bad Debt

- Bad debt expense has declined Q1 – Q3
- Easy Pay penetration intended to remain relatively stable
 - Reduced Easy Pay levels on high bad debt items and enhanced credit review and collection practices following uptick in bad debt mid-2016
 - Easy Pay is one of many levers QVC can use to drive growth
- Write-off rates below 2% of revenue
- Began allowing Easy Pay on all QCard purchases August 2015
 - Intended to increase penetration of QCard, which is margin accretive
 - QCard customers generally have high credit quality

Appendix

Adjusted Net Income

- Important to properly adjust for purchase accounting amortization when using P/E valuation metric
- Purchase accounting amortization doesn't represent cash expense for QVC Group and provides no tax shield benefit

QVC Group Adjusted Net Income⁽¹⁾

	4Q16	1Q17	2Q17	3Q17	LTM
QVC Group					
QVC GAAP net income	\$ 188	91	111	119	\$ 509
QVC Purchase accounting amort., net of deferred tax benefit ⁽²⁾	49	49	49	34	181
zulily Purchase accounting amort., net of deferred tax benefit ⁽³⁾	29	28	28	29	114
QVC Group Adjusted net income	<u>\$ 266</u>	<u>168</u>	<u>188</u>	<u>182</u>	<u>\$ 804</u>

QVCA/B shares outstanding as of October 31, 2017	430
Adjusted LTM earnings per share	1.87

Current QVCA share price (as of 11/10/2017)	\$ 23.91
Price / adjusted earnings per share	12.8x

(1) Add-back relates to non-cash, non-tax deductible purchase accounting amortization from Liberty Interactive's acquisition of QVC, net of book deferred tax benefit (gross non-cash, non-tax deductible purchase accounting amortization is expected to be \$212 million for the twelve months ending December 31, 2017. The majority of the intangible assets established in purchase accounting as a result of the acquisition have been fully amortized as of the end of the third quarter of 2017).

(2) Add-back relates to non-cash, non-tax deductible purchase accounting amortization from Liberty Interactive's acquisition of zulily, net of book deferred tax benefit.

(3) Liberty Interactive believes adjusted net income is an important indicator of financial performance, in particular for QVC Group, due to the impact of purchase accounting amortization. Because adjusted net income is used as a measure of overall financial performance, Liberty Interactive views net income as the most directly comparable GAAP measure. Adjusted net income is not meant to replace or supersede net income or any other GAAP measure, but rather to supplement such GAAP measures in order to present investors with a supplemental metric of financial performance.

QVC Group Pro-Forma Capitalization

Pro-Forma QVC Group Capitalization w/ HSNi

In millions as of 9/30/2017	
8.5% senior debentures ⁽¹⁾	\$287
8.25% senior debentures ⁽¹⁾	\$504
Corporate level debentures	\$791
QVC Credit Facility⁽³⁾	\$1,690
QVC senior secured notes	\$3,550
Other	\$177
QVC senior notes and subsidiary debt⁽¹⁾	\$3,727
HSNi Debt	
Term Loan	\$456
Revolving Credit Facility ⁽⁴⁾	\$20
Total HSNi Debt	\$476
Total Pro-Forma QVC Group Debt	\$6,684
Pro-Forma QVC Group Cash ⁽⁵⁾	\$354
Pro-Forma QVC Group Net Debt	\$6,330



Post-Reattribution Pro-Forma QVC Group Capitalization

In millions as of 9/30/2017	
8.5% senior debentures ⁽¹⁾	\$287
8.25% senior debentures ⁽¹⁾	\$504
4.00% S/CIL exchangeable debentures ⁽²⁾	\$435
3.75% S/CIL exchangeable debentures ⁽²⁾	\$435
3.50% MSI exchangeable debentures ⁽²⁾	\$328
0.75% CHTR/TWX/TIME exchangeable debentures ⁽²⁾	\$1
Corporate level debentures⁽⁶⁾	\$1,990
QVC Credit Facility⁽⁷⁾	\$1,348
QVC senior secured notes	\$3,550
Other	\$177
QVC senior notes and subsidiary debt⁽¹⁾	\$3,727
HSNi Debt	
Term Loan	\$456
Revolving Credit Facility ⁽⁴⁾	\$20
Total HSNi Debt	\$476
Total Pro-Forma QVC Group Debt	\$7,541
Pro-Forma QVC Group Cash ⁽⁸⁾	\$354
Pro-Forma QVC Group Net Debt	\$7,187

Note: Reattribution refers to transaction described on slide 25. Totals may not sum due to rounding. Excludes 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures based on assumption that Debentures are tendered in full.

(1) Face amount of Senior Notes and Debentures with no reduction for unamortized discount.

(2) Face amount of Senior Exchangeable Debentures with no reduction for fair market value adjustment.

(3) Total capacity of \$2.65b, includes \$400m tranche where zulily is co-borrower and co-guarantor.

(4) Total capacity of \$750m.

(5) Based on QVC Group attributed cash and HSNi cash as of 9/30/2017, less approximately \$50m in estimated HSNi transaction fees.

(6) Excludes 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures based on assumption that Debentures are tendered in full.

(7) Total capacity of \$2.65b, includes \$400m tranche where zulily is co-borrower and co-guarantor. Assumes \$342m of reattributed cash used to pay down QVC's credit facility.

(8) Based on QVC Group attributed cash and HSNi cash as of 9/30/2017, less approximately \$50m in estimated HSNi deal fees. Excludes reattributed cash of \$932m (assumes \$342m used to pay down QVC's credit facility and \$590m used in full towards anticipated tender offer for 1.75% Charter Exchangeable Debentures.)

Pro Forma QVC Group Liquidity

Cash, Liquid Investments and Revolver Capacity	
<i>Pro Forma for HSNi Acquisition and Reattribution as of 9/30/17 (\$ in millions)</i>	
Revolver capacity	
QVC: \$2,650m total capacity ⁽¹⁾	\$1,292
HSN: \$750m total capacity ⁽²⁾	\$715
Cash and liquid investments	
QVC Group balance sheet cash and liquid investments ⁽³⁾	\$333
HSN balance sheet cash and liquid investments	\$21
TOTAL	\$2,361

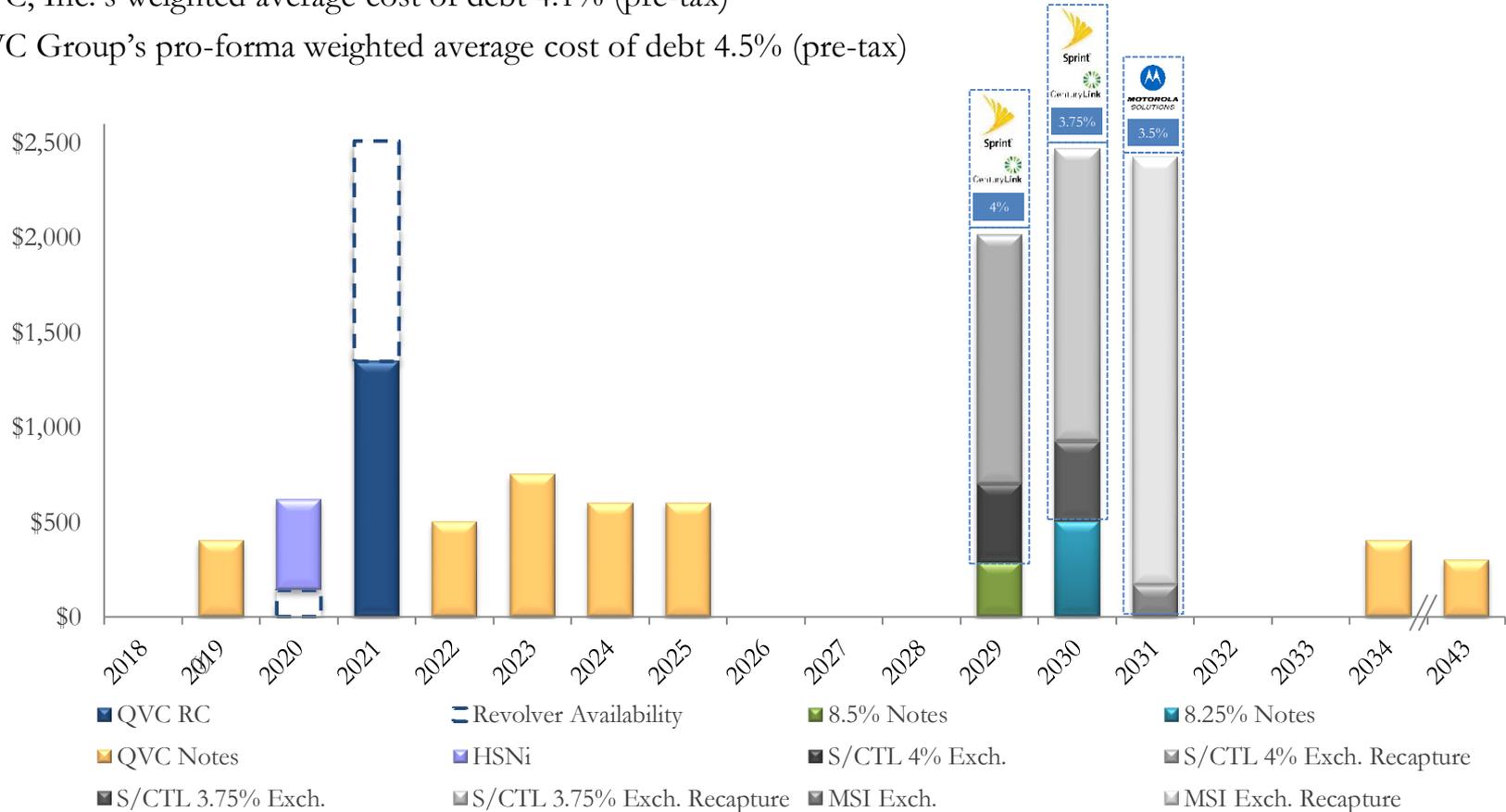
(1) \$1,690m used as of 9/30/17 with \$10m in letters of credit; assumes \$342m of reattributed cash used to pay down QVC's credit facility.

(2) \$20m used as of 9/30/17 with \$14.5m in letters of credit.

(3) Includes cash as of 9/30/17 at QVC, zulily and corporate, less approximately \$50m in estimated deal fees for HSNi transaction. Excludes reattributed cash of \$932m; assumes \$342m used to pay down QVC's credit facility and \$590m used in full towards anticipated tender offer for 1.75% Charter Exchangeable Debentures.

Well Diversified, Low Cost Maturities across QVC Group

- QVC, Inc.'s weighted average cost of debt 4.1% (pre-tax)
- QVC Group's pro-forma weighted average cost of debt 4.5% (pre-tax)



Note: Excludes 1.75% Charter Exchangeable Debentures reattributed from Liberty Ventures based on assumption that Debentures are tendered in full.

(1) Pro forma for \$342m reattributed cash expected to be used to pay down outstanding QVC revolver.



QVC Group Historically Converts ~42% of Adj. OIBDA to Levered FCF⁽¹⁾

As % of QVC, Inc. Adj. OIBDA	Trailing 5 Year Average	Location on C/F Statement
QVC, Inc. Adj. OIBDA	100%	
Changes in Working Capital	(2%)	Operating C/F
Capital Expenditures	(10%)	Investing C/F
QVC, Inc. Cash Taxes	(26%)	Operating C/F
TV Distribution Rights Payments	(2%)	Investing C/F
Dividend to Mitsui	(2%)	Financing C/F
Other	(2%)	Various
QVC, Inc. Cash Interest	(12%)	Operating C/F
= QVC, Inc. Levered Free Cash Flow⁽¹⁾	44%	

As % of zulily Adj. OIBDA	2017 LTM ⁽²⁾
zulily Levered Free Cash Flow	41%

As % of Consolidated QVC Group Adj. OIBDA	Trailing 5 Year Average
Corporate Interest	(4%)
Corporate Overhead	(1%)
Cash Tax Benefit of QVC Group Interest/Overhead	2%
Consolidated QVC Group Levered Free Cash Flow⁽¹⁾	42%

Future additions:

- HSNi L-FCF % Adj. EBITDA⁽³⁾: 51%
- Exchangeable debentures annual cash flow: \$150m+ today growing to \$400m+ by 2029
- Green energy investments: \$40m net after-tax cash inflows in 2018, additional cash flow declining through 2021

Note: Figures for QVC and zulily represent the average trailing twelve months for the five year period ending on 9/30/17 and do not include one-time events.

(1) Excludes impact of HSNi dividend payments to QVC Group.

(2) LTM as of 9/30/17.

(3) Average trailing twelve months for the five year period ending on 9/30/17. Levered free cash flow calculated as CFFO less capital expenditures.

Green Energy Investments Provide Modest Additional Cash Flow

- Investments began in 2011 and hit breakeven in 2015
 - Cumulative after-tax net cash inflows of \$150m+
- Expected to produce net after-tax cash inflows of \$40m in 2018, additional cash flow declining through 2021
- Tax benefits from alternative energy include:
 - Tax credits from production of clean coal
 - Tax losses from operations and bonus/accelerated depreciation
- Estimated value of green energy investments (driven by future tax benefits and net cash proceeds): \$138m

Portfolio Overview

Investment Type	Project Name	Location	Current Partner Utility
Solar	Solana Solar	Arizona	N/A
Wind	Alta Wind	California	NRG Energy
Clean Coal	Monroe Fuels	Michigan	DTE Energy
Clean Coal	RCM6	Washington	TransAlta

Exchangeable Debenture Details (3.5%, 3.75% and 4.0% Bonds)

- Receive favorable tax treatment for three bonds
 - Sprint/CTL, 4% due 2029
 - Sprint/CTL, 3.75% due 2030
 - MSI, 3.5% due 2031
- Current annual contingent interest deductions of \$400m+ growing to \$1.1b in 2029
 - Results in \$150m+ annual cash flow today, growing to \$400m+ annual cash flow by 2029
- DTLs
 - 12/31/17 DTL related to exchangeable bonds estimated at \$1.4b⁽¹⁾
 - This is a true liability that would be owed if bonds were redeemed at year-end
 - DTL grows to \$5.1b at maturity and likely to become a cash tax liability at that date⁽²⁾
 - However, growth in DTL from today through maturity (i.e. incremental \$3.7b) will be offset dollar for dollar by cash tax savings from contingent interest deductions

(1) Does not include DTL for mark-to-market adjustments on bonds; includes DTL on deferred COD on debt retirements.

(2) Assumes bonds remain outstanding until maturity in 2029, 2030 and 2031.

Exchangeable Debentures: Simplified Example

- \$1b bond at issuance with 4% annual cash coupon and 9% deductible interest rate for tax purposes
- Delta between 4% cash coupon and 9% interest deduction accretes to adjusted issue price each half-year
 - Year 0.5 incremental interest deduction: \$25m $((9\% - 4\%) \times \frac{1}{2} \times \$1b)$
- By end of year 1, adjusted issue price has accreted by \$51m of incremental contingent interest deduction to \$1.051b
 - Semi-annual cash coupon remains \$20m $(4\% \times \frac{1}{2} \times \$1b)$; however, tax deductible interest calculated off accreted basis and continues to grow
- This compounding continues through to maturity

Exchangeable Debentures Illustrative Example

	A	B	C	D	E	F	G	H	I	J
CALC	input	H (PY)	input	input	A x C	B x D	F - E	B + G	G x (tax rate ⁽¹⁾)	J(PY) + I
Year	Face Value	Accreted Basis (Beg of Period)	Annual Cash Interest	Annual Interest Rate Tax Purposes	Cash Coupon (semi annual)	Total Tax Deductible Interest (semi-annual)	Contingent Interest (semi-annual)	Accreted Basis (End of Period)	Annual Tax Benefit from Contingent Interest	Deferred Tax Liability (End of Year)
0.5	\$1,000	\$1,000	4.00%	9.00%	\$20	\$45.0	\$25.0	\$1,025		
1.0	\$1,000	\$1,025	4.00%	9.00%	\$20	\$46.1	\$26.1	\$1,051	\$18.9	\$18.9
1.5	\$1,000	\$1,051	4.00%	9.00%	\$20	\$47.3	\$27.3	\$1,078		
2.0	\$1,000	\$1,078	4.00%	9.00%	\$20	\$48.5	\$28.5	\$1,107	\$20.7	\$39.6
2.5	\$1,000	\$1,107	4.00%	9.00%	\$20	\$49.8	\$29.8	\$1,137		
3.0	\$1,000	\$1,137	4.00%	9.00%	\$20	\$51.2	\$31.2	\$1,168	\$22.6	\$62.1

Deferred Tax Liability (End of Year 3)	
Accreted Basis	\$1,168
(less) Face Value	(\$1,000)
Total Contingent Interest	\$168
Tax effected @ 37%	\$62

(1) Assuming 37% tax rate for illustrative purposes.

Exchangeable Debentures Overview

Bond	Exch Ratio(s)	Cash Interest	Face (\$m) 9/30/17	FV (\$m) 9/30/17	Interest Rate Tax Purposes	Accreted Basis (\$m) 12/31/16
2029 ⁽¹⁾	3.2265 S 0.786 CTL	4%	\$435	\$334	9.069%	\$1,404
2030 ⁽²⁾	2.3587 S 0.5746 CTL	3.75%	\$435	\$326	9.43%	\$1,497
2031 ⁽³⁾	5.2598 MSI	3.5%	\$328	\$331	9.5%	\$1,793

Bond	Cash Coupon 2017E (\$m) ⁽⁴⁾	Contingent Interest 2017E	Total Tax Deductible Interest 2017E	Estimated Accreted Basis (\$m) 12/31/17
2029 ⁽¹⁾	\$19	\$111	\$130	\$1,515
2030 ⁽²⁾	\$17	\$127	\$144	\$1,624
2031 ⁽³⁾	\$21	\$163	\$184	\$1,956

(1) Estimated principal amount at maturity is \$413 million (assumes no further extraordinary distributions).

(2) Estimated principal amount at maturity is \$421 million (assumes no further extraordinary distributions).

(3) Estimated principal amount at maturity is \$166 million (assumes no further extraordinary distributions).

(4) Tax deductible interest. A portion of this reduces the outstanding principal amount of the bonds. See Liberty Interactive press releases for more detail.

QVC Group Ownership Pro-Forma for HSNi Acquisition

	QVC Group Ownership					
	Legacy QVC Group			Post-Transaction		
	Number of Shares	% Common Equity	% Voting	Number of Shares	% Common Equity	% Voting
QVC Group Shareholders						
QVCA Shares ⁽¹⁾	401.1	93.2%	57.9%	401.1	82.9%	53.7%
QVCB Shares ⁽¹⁾	29.2	6.8%	42.1%	29.2	6.0%	39.1%
Total QVC Group	430.3	100.0%	100.0%	430.3	88.9%	92.8%
HSNi Shareholders (ex. Liberty Interactive)						
Newly Issued QVCA Shares ⁽²⁾	-	-	-	53.5	11.1%	7.2%
Total Undiluted Common Shares Outstanding	430.3			483.8		

(1) Based on QVC Group undiluted share count as of 10/31/2017.

(2) Based on HSNi undiluted share count as of 11/6/2017.



November 16, 2017

Liberty Investor Day 2017

QVC Overview

Mike George, President and CEO



Forward-Looking Statements

This presentation includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about business strategies, market potential, future financial prospects, international expansion, new service and product offerings, customer growth, trends in digital video consumption, the realization of estimated synergies and benefits derived from Liberty Interactive Corporation's proposed acquisition of HSNi, organizational structure and senior executive team changes and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including, without limitation, possible changes in market acceptance of new products or services, competitive issues, regulatory matters affecting our business, and continued access to capital on terms acceptable to QVC. These forward-looking statements speak only as of the date of this presentation, and QVC expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in QVC's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. Please refer to the publicly filed documents of Liberty Interactive and QVC, including the most recent Forms 10-K and 10-Q, for additional information about Liberty Interactive and QVC and about the risks and uncertainties related to the business of each of Liberty Interactive and QVC which may affect the statements made in this presentation.

Additional Information

Nothing in this presentation shall constitute a solicitation to buy or an offer to sell shares of HSNi common stock or any of Liberty Interactive's tracking stocks. Liberty Interactive stockholders, HSNi stockholders and other investors are urged to read the registration statement and the proxy statement/prospectus regarding the proposed HSNi acquisition (a preliminary filing of which has been made with the SEC) and any other relevant documents filed with the SEC, as well as any amendments or supplements to those documents, because they contain important information about the proposed HSNi acquisition. Copies of these SEC filings are available free of charge at the SEC's website (<http://www.sec.gov>). Copies of the filings together with the materials incorporated by reference therein are also available, without charge, by directing a request to Liberty Interactive Corporation, 12300 Liberty Boulevard, Englewood, Colorado 80112, Attention: Investor Relations, Telephone: (720) 875-5420. HSNi investors can access additional information on HSNi's website at <http://www.hsn.com> or by contacting HSNi's Investor Relations Department at HSN, Inc., 1 HSN Drive, St. Petersburg, Florida 33729, Attention Investor Relations, Telephone: (727) 872- 1000, email: ir@hsn.net.

Non-GAAP Measures

This presentation includes certain non-GAAP financial measures including adj. OIBDA, adj. OIBDA margin and constant currency growth rates. The required definitions and reconciliations (Preliminary Note and Schedules) can be found at the end of this presentation.

IMPROVING TRENDS IN MOST RECENT QUARTER

Q3 Highlights

- QVC US returned to growth, every International market grew
- Improvement in revenue trend in all reporting segments
- Strong and broad based new customer gains
- Strong eCommerce gains; QVC eCommerce penetration +310bp, mobile mix +530bp

Q3 Results Y/Y % Change

	QVC US	QVC INT'L ¹	CNR MALL ¹	zulily
Revenue	+3%	+5%	+11%	+2%
Operating Income (Loss)	+14%	+36%	+125%	+15%
Adj OIBDA	+2%	+18%	+133%	(33%)

¹ In constant currency.
All results are as of 9/30/17.

INTRODUCING OUR FUTURE COMPANY

BALLARD
DESIGNS.



Beauty iQ[®]

grandinroad.



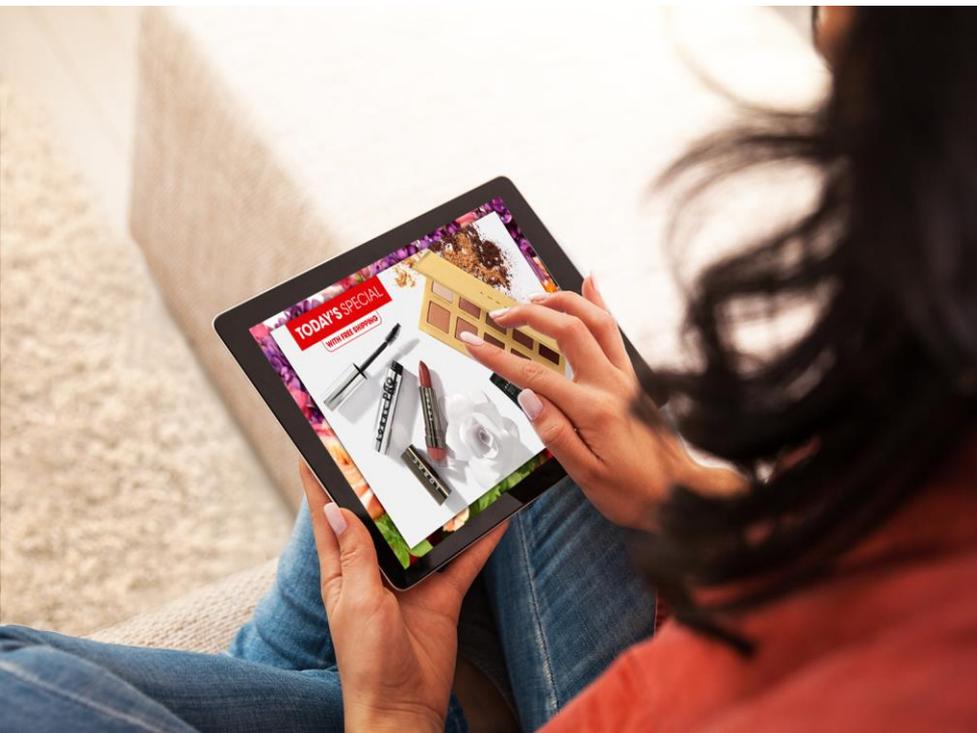
IMPROVEMENTS[®]

FRONTGATE[®]



Garnet Hill





UNIQUE, SCALED DIRECT-TO-CONSUMER PLATFORM

-  **23M** customers⁽¹⁾
-  **#1** global video commerce
-  **360M+** homes reached worldwide,
17 networks⁽²⁾
-  **#3** eCommerce and mobile commerce⁽³⁾
2.1B annual site visits
-  **320M+** packages shipped annually
19 distribution centers
-  **\$14B**
annual revenue

All data as of FY 2016.

¹ Represents total customers across consolidated QVC, zulily, HSNI. Includes some amount of customer overlap.

² Includes QVC's JV in China

³ Among multi-category retailers in North America and US respectively (Source: Internet Retailer).



SIGNIFICANT SCALE AT BUSINESS UNIT LEVEL

	Total Revenue	Customers ⁽¹⁾	Ecommerce Revenue	Annual Site Visits
QVC US	\$6.1B	8.1M	\$3.2B	700M+
QVC INT'L	2.6B	4.6M	0.9B	300M+
HSN	2.5B	5.0M	1.1B	300M+
zulily	1.5B	5.0M	1.5B	700M+
Cornerstone	1.1B		0.8B	96M
Total	\$13.8B	22.7M	\$7.5B	2.1B

All data is as of FY 2016

(1) Includes some amount of overlap.

HSNi does not disclose customer data for Cornerstone.

OUR ASPIRATION

Be *The Third Way* to Shop

Create the world's most engaging shopping experiences, combining the best of Retail, Media, and Social

- Spanning multiple shopping brands and reaching a diverse range of global consumers
- Bringing joy, inspiration, and humanity to the increasingly impersonal world of retailing



MULTIPLE BRANDS, A COMMON APPROACH

*We speak to Her
with respect*

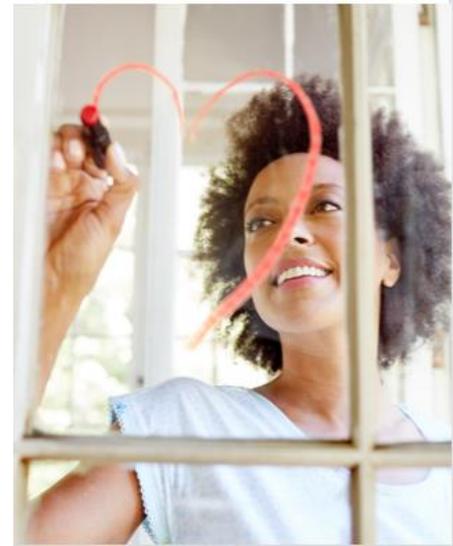
- Personal, not transactional
- Serving real women leading full lives
- Honest, authentic communications
- Everything in service to Her

*We create experiences with Her
in mind*

- Curated, exclusive products
- Power of storytelling
- Rich, interactive, multimedia experiences

*We meet Her
where she is*

- Video; wherever and however she accesses it
- Other engaging media; mobile alerts, chat & social, catalogs, flagship stores...
- And whatever comes next





READY TO FACE A CHANGING WORLD

- eCommerce growth
- Mobile growth
- Video growth and fragmentation
- Social megaphone
- Price transparency
- Artificial intelligence / machine learning / augmented reality
- Erosion of institutional trust

OUR NEW LEADERSHIP STRUCTURE

(EFFECTIVE AT CLOSE OF HSNi ACQUISITION)

Business Units

QVC US

Steve Hofmann
QVC, 10 years

HSN

Mike Fitzharris
QVC, 13 years

QVC INT'L

Open

zulily

Lori Twomey
zulily, 8 years

Cornerstone

Claire Spofford
HSNi, 3 years

Growth Teams

Merchandising

Doug Howe
QVC, 13 years

Interactive Commerce Experiences

Mary Campbell
QVC, 22 years

New Ventures

Darrell Cavens
zulily, 8 years

Operations, Technology & Corporate Services

Operations

Bob Spieth
QVC / zulily, 5 years

Technology

Karen Etzkorn
HSNi, 4 years

People, Community & Communications

Beth Rubino
QVC, 22 years

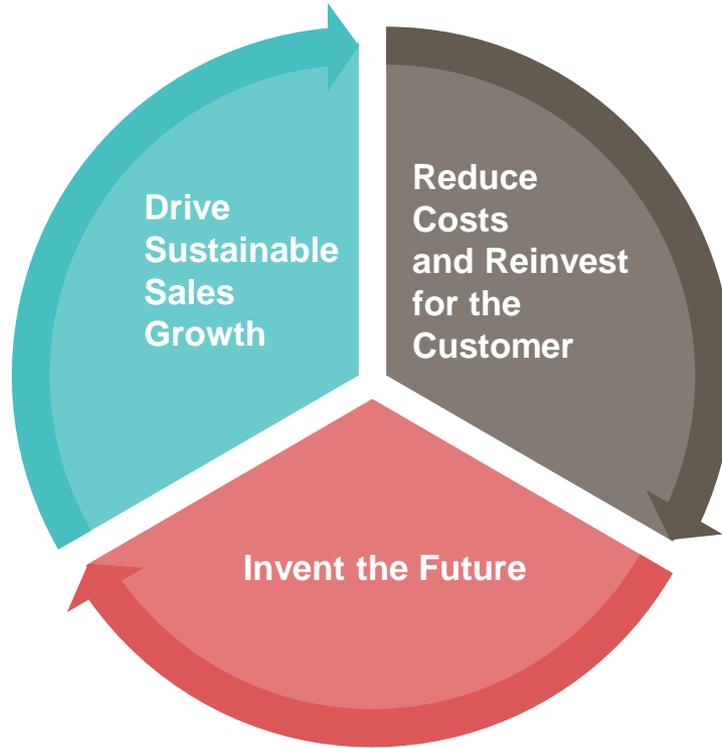
Finance

Ted Jastrzebski
QVC, 4 years

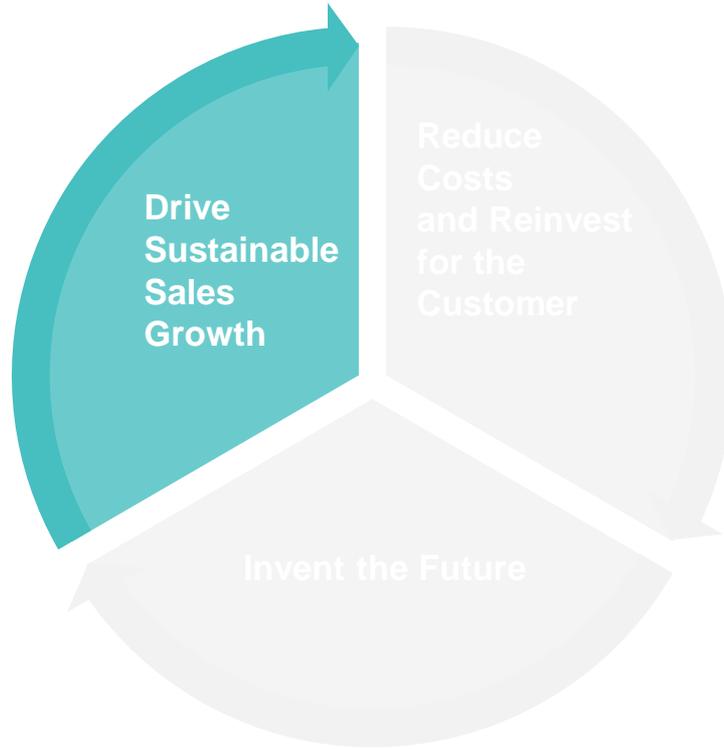
Legal & Compliance

Larry Hayes
QVC, 25 years

OUR FOCUS



OUR FOCUS

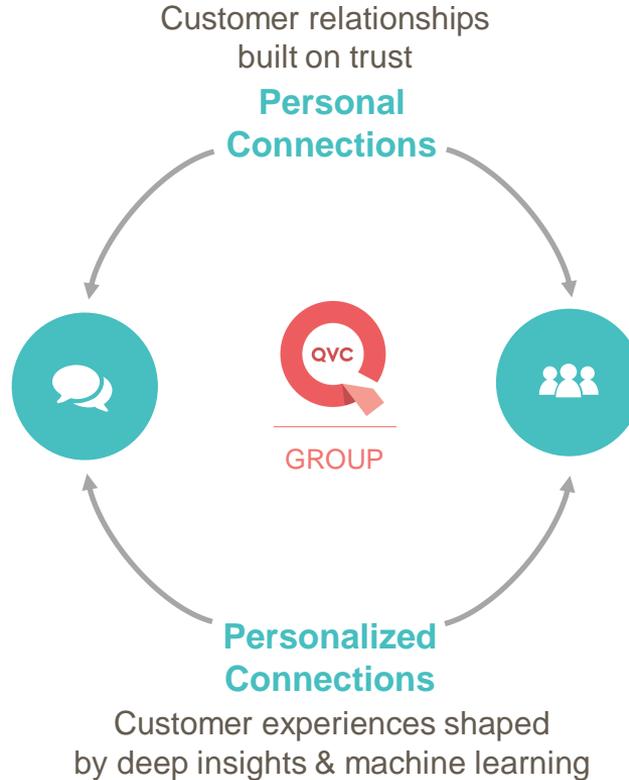


A POWERFUL PLATFORM TO DRIVE LONG TERM GROWTH

CONTENT CREATOR

Create compelling, scaled & differentiated shoppable content

- Curated, unique product
- First to market
- Best price
- Compelling storytellers
- Engaging 'live' experiences



AUDIENCE AGGREGATOR

Efficiently aggregate large worldwide shopping audiences

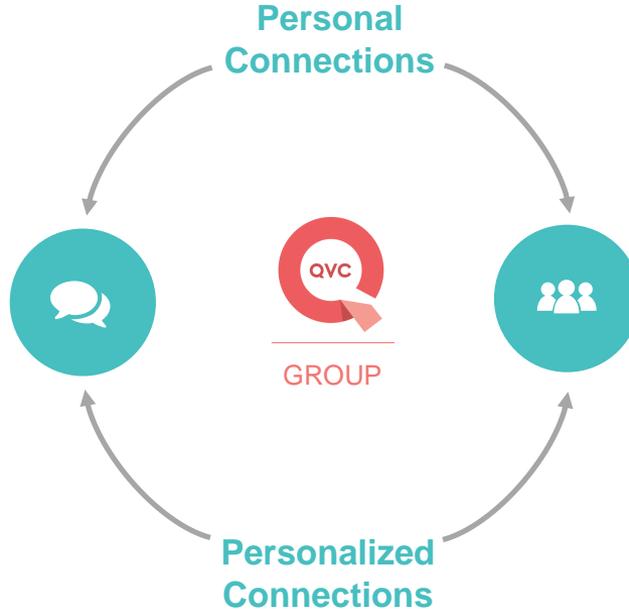
- 360M broadcast homes¹
- OTT platforms
- 2.1B eCommerce visits²
- Highly engaged social
- Scaled catalog distribution
- Flagship stores

¹ Consolidated QVC and China JV
² Consolidated QVC, zulily and HSNI.

SALES GROWTH INITIATIVES

CONTENT CREATOR

1. *Best products at best price*
2. *Destination experiences*



AUDIENCE AGGREGATOR

3. *Live everywhere*
4. *Digital innovation*
5. *Expanded marketing reach*

6. *Advanced analytics and machine learning*



1. *BEST PRODUCTS AT BEST PRICES*

- Bigger product discovery pipeline
- Speed to market a core advantage
- Strategic partnerships with key vendors
- Proprietary trend, design, development, and global sourcing services
- Best price / value in the market
- Payment options and ancillary services

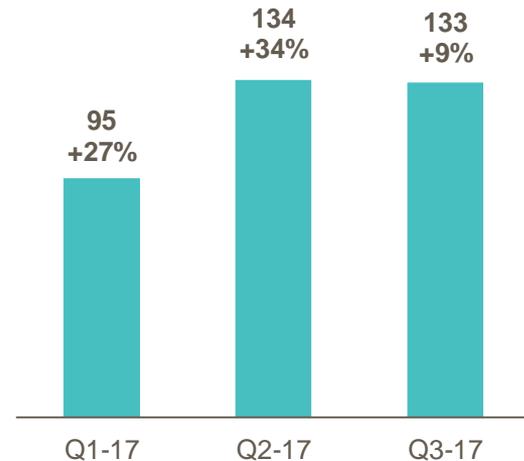


ACCELERATE PRODUCT DISCOVERY PIPELINE



US NEW BRAND INTRODUCTIONS

Number of New Brands
Y/Y % Growth



zulily DAILY EVENTS

- ~100 events and 9,000 product styles per day
- Worked with more than 15K brands to date



STRATEGIC VENDOR PARTNERSHIPS

Opportunities

- Develop aligned strategic plans with largest shared vendors
- Utilize all our shopping platforms to more efficiently manage product lifecycle
- Introduce best brands / key trends across geographies & complementary businesses

Recent Brand Introductions

US to International

MARC FISHER

Clarks

KitchenAid®

BOSE

Shark

International to US



ELEMIS

QVC to zulily

JOSIE MARAN



Nutrisystem®

DOONEY & BOURKE



zulily to QVC

bob'sweep

NYDJ
LOS ANGELES



PUMA



PROPRIETARY TREND, DESIGN, DEVELOPMENT, AND SOURCING SERVICES

QVC Product Development & Sourcing



zulily China Direct Ship



Cornerstone Product Development & Sourcing





DELIVERING BEST PRICE / VALUE



- Attractive discount “all in” to retail
- First price best price



- Unique off-price model, up to 70% discount
- Typically in-season merchandise

Reducing S&H Charges while Expanding Margins QVC US

Change 2014-2017 ¹			% of Units 2017 ¹	
↓	↑	↑	No S&H	22%
(230) bp	+90 bp	+60 bp	\$3 or less	46%
S&H as % of Rev	OIBDA margin increase	OI margin increase	\$3.01 to \$5	10%
			\$+5	22%

¹9 months.

In 2016 QVC began allocating certain corporate costs differently (from QVC US to QVC International). For the year 2016, this change resulted in a 50 basis point benefit to QVC US operating income and adjusted OIBDA margin.

ANCILLARY SERVICES & PAYMENT OPTIONS

Opportunities

- Range of payment options, leveraged across platforms; zulily credit card recently launched
- Strategic marketing alliances (entertainment, travel, consumer goods)
- Advertising across web platforms



 *New Benefit!*

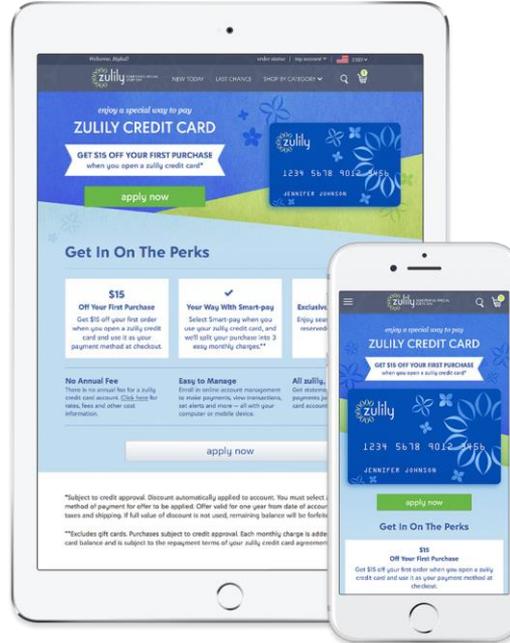
QCard[®]
is Now Accepted by

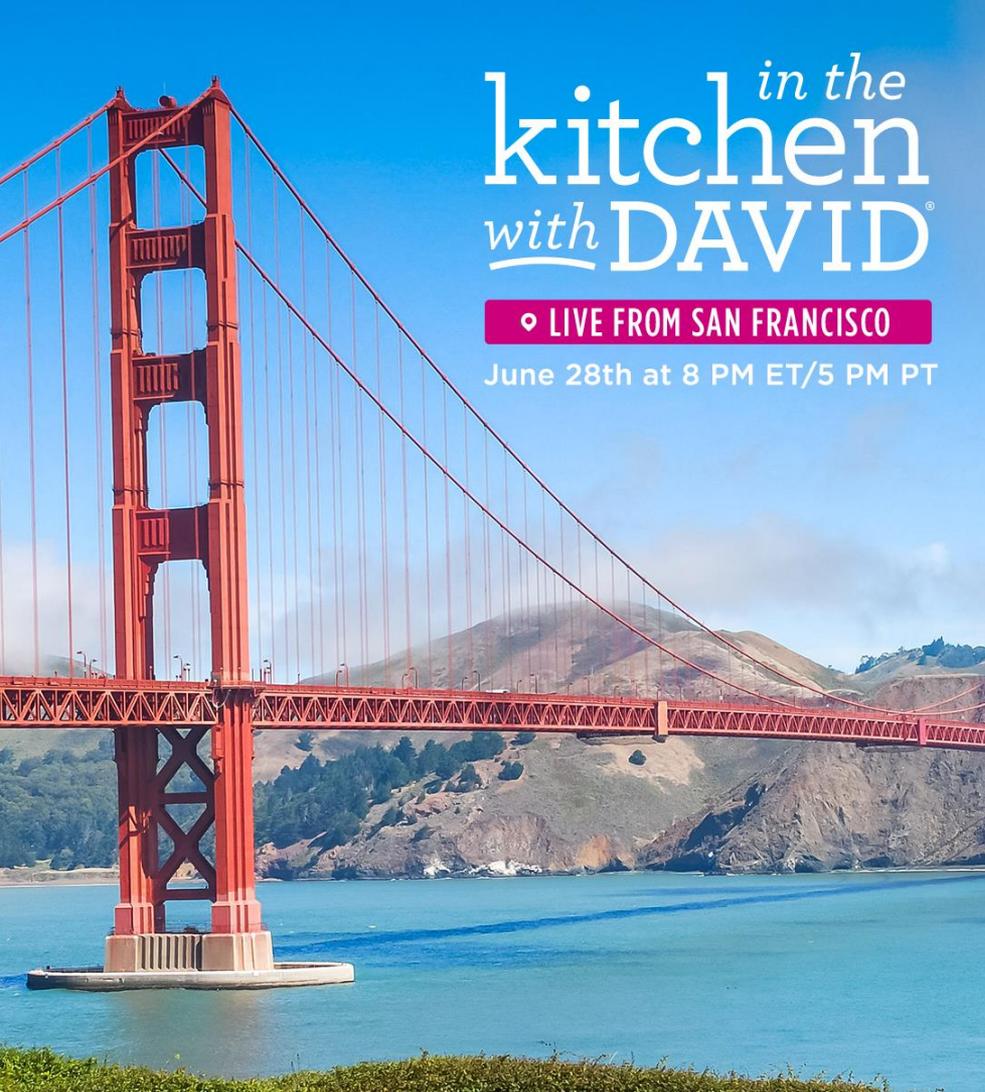


Simply make a purchase at zulily.com & add your QCard during checkout as your method of payment.

SHOP ZULILY

The advertisement features a woman in a colorful patterned shirt on the left and a woman in a light blue dress sitting on a sofa with a Zulily shopping bag on the right. The background is a dark blue gradient.



A photograph of the Golden Gate Bridge in San Francisco, California, spanning across the water. The bridge is a vibrant orange-red color. The sky is a clear, bright blue. In the background, there are rolling hills and a body of water. The bridge's towers and suspension cables are prominent features.

in the kitchen *with* DAVID®

◦ LIVE FROM SAN FRANCISCO

June 28th at 8 PM ET/5 PM PT

2. *DESTINATION EXPERIENCES*

- Engaging consumer-centered experiences, built around her interests and passions
- Each QVC and HSN network a complementary viewing destination
- Best in class content in each category
- Compelling must see / must visit programming and events
- Social platforms to drive viewer and visitor engagement







Ippolita Lopez
Emparedada / Pastry Fork

Juan Luis Pedro Sanchez
Keep-Fresh Sheets

Frances Prieto
Hanging Secrets Organizer

James and Kat Smith
Graffle Razor Extension

Victore Rtones
Clam N Go Hair Bun by Lux Beauty Club



TOP 5 FINALISTS

#HSNProjectAmericanDreams

LIVE FINALE ON HSN: MARCH 13, 6/5 PM CT





Martha Stewart ✓

August 13 · ✨

Martha's making her QVC debut today at 1:30pm on "In The Kitchen with David!" She'll be talking about her upcoming book, "Martha Stewart's Slow Cooker." Pre-order now before it goes on sale August 29: <http://martha.ms/61858v8ih>



1.6K Likes 76 Comments 78 Shares



September 16 · 🌐

The gang's all here! We've officially all landed in Hollywood & we're ready to #QtheEmmys! 🎉 <http://qvc.co/fbrcs> Follow along as Sloane Glass QVC, our new Social Correspondent, takes you behind the scenes throughout our entire Red Carpet Style event! Who will you be rooting for during tomorrow's Emmys / Television Academy?



kelly_janexx



Liked by chelseadroogan and 1,998 others

kelly_janexx Head to BeautyIQ.com tonight at 9pm ET! I'll be sharing how to get this no makeup makeup look using some of these favorites from QVC @BeautyIQ!
#BeautyIQ #AD <http://liketk.it/2tdHy> #liketkit @liketknow.it

DRIVE VIEWER / VISITOR ENGAGEMENT

QVC

- Social video team
- Social / digital correspondent
- Influencer marketing



Mommy and Mini
Today · 11K views



Dog Lovers: our "As Seen on DIY Network" event has some...
September 8 · 19K views



Who's ready for Sunday Football? Join us as we whip...
September 8 · 13K views



And the winner is.... Watch and find out which deserving...
September 6 · 17K views



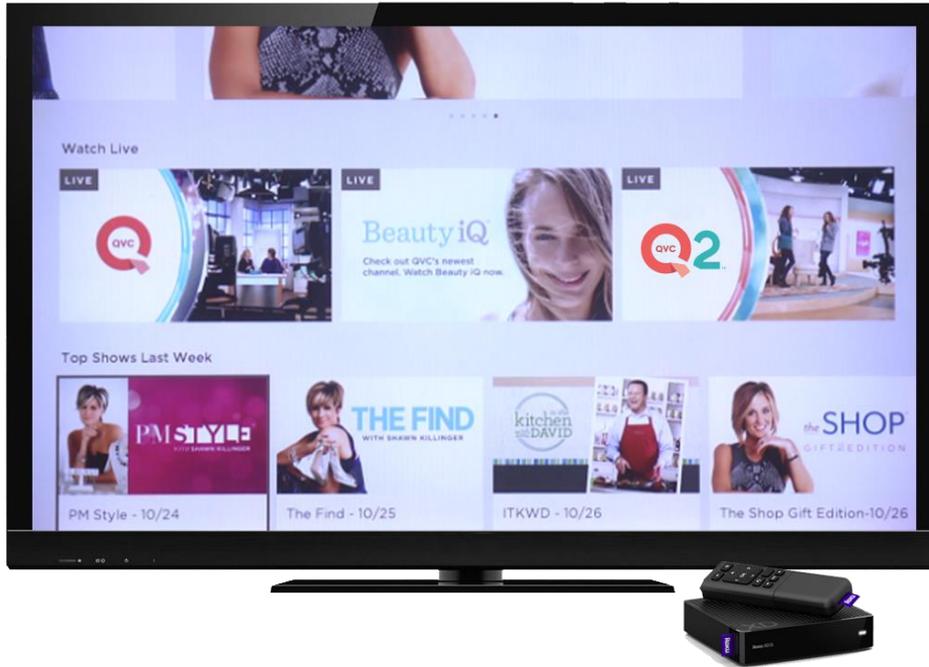
Women's Small Business Month Preview
September 5 · 18K views



Ignite kids' sense of imagination with PLAYMOBIL! Our toy...
September 5 · 14K views

zulily

- Facebook Live programming
- Leverage QVC training & support
- 12 hour Cyber Monday Live



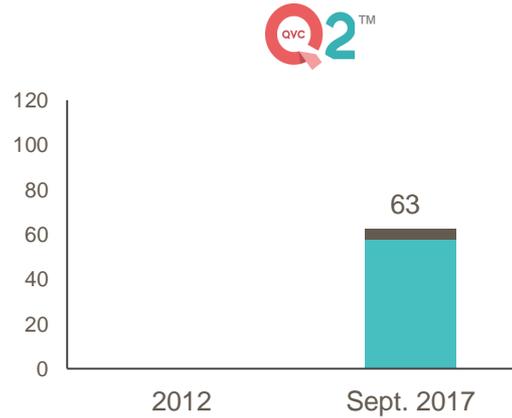
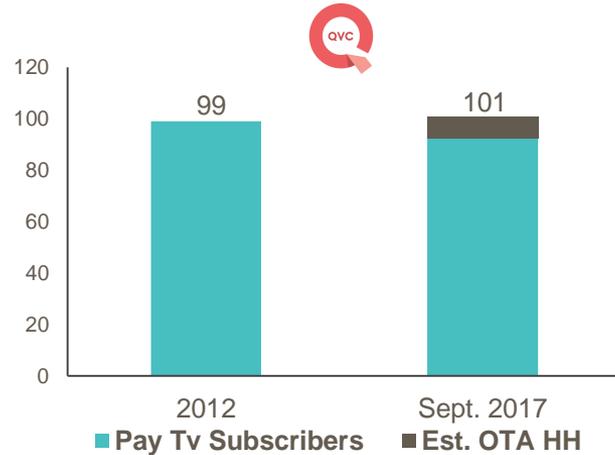
3. *LIVE EVERYWHERE*

- *The* aggregator for video shopping – across multiple brands, experiences, markets
- Expanding Live reach – across Broadcast and OTT platforms
- Growing access to On Demand content to complement Live
- Leveraged investments in new platforms across QVC & HSN

EXPANDING PAY / OTA TV DISTRIBUTION DESPITE CORD CUTTING

Opportunities

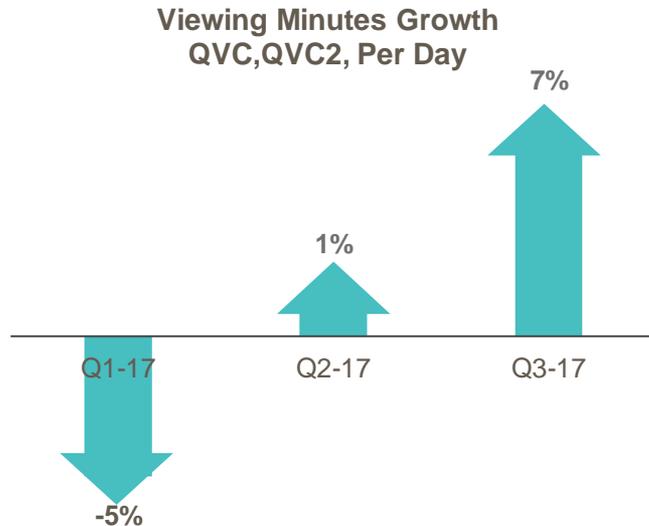
- Capture more placement as bandwidth becomes available (attractive partner due to affiliate commissions)
- No restrictions on transmitting via OTA, significant advantage over traditional broadcasters



HD homes	48	90	-	8	-	8
# of Channel Locations	1.9	2.4	-	1.8	-	1.4

REBOUNDING VIEWERSHIP ON BROADCAST TV

- Total viewing minutes up on QVC / QVC 2 broadcast platforms
- All metrics stable to positive except unengaged viewers (watch for <2 minutes)
- Results do **not** include viewership on Beauty iQ and OTT platforms



Key Viewing Metrics – Q3-17

Metric	#	Y/Y Δ
Total Daily Viewers	6.0M	-7%
Engaged Daily Viewers*	3.3M	-2%
Daily Minutes per Viewer**	25.5	+15%
Conversion to Purchase***	4.1%	+10 bps

*An engaged viewer is one who views for 2 consecutive minutes in a day.

**For all viewers

***Number of on air buyers divided by engaged daily viewers.

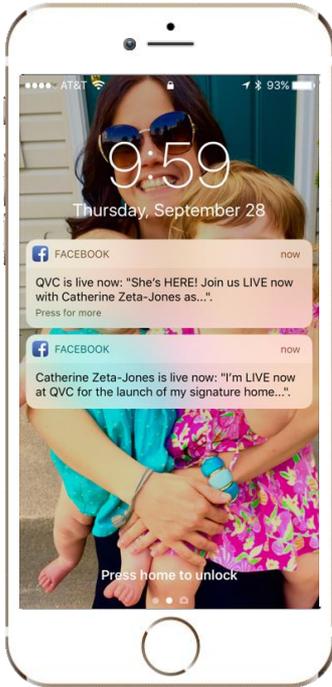
HSN SHOP BY REMOTE PLATFORM

- Interactive shopping platform, leverageable across QVC and HSN networks
- Drives new customer acquisition; reduces purchase barriers for existing customers



DRIVING VIEWERSHIP ON FACEBOOK LIVE

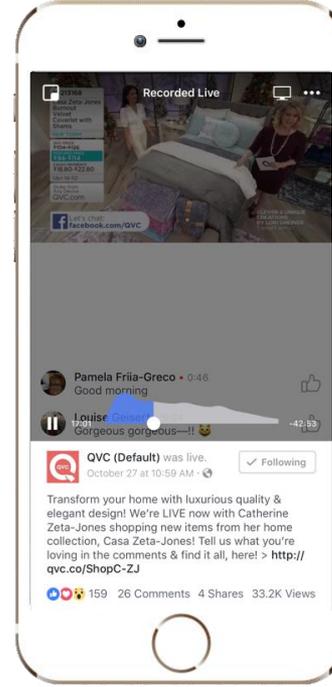
- Simulcast 100 hours of programming weekly on FBL, supported by FBL only programming
- Utilize QVC and partner FB pages, supporting by integrated marketing strategy



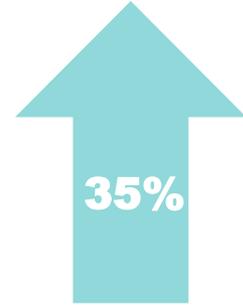
FB Notification



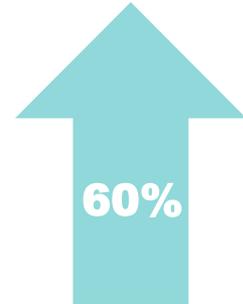
Livestream on Zeta-Jones FB Page



Livestream on QVC FB Page



Video Views¹



Minutes Viewed¹

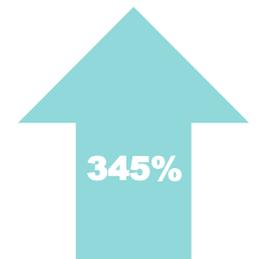
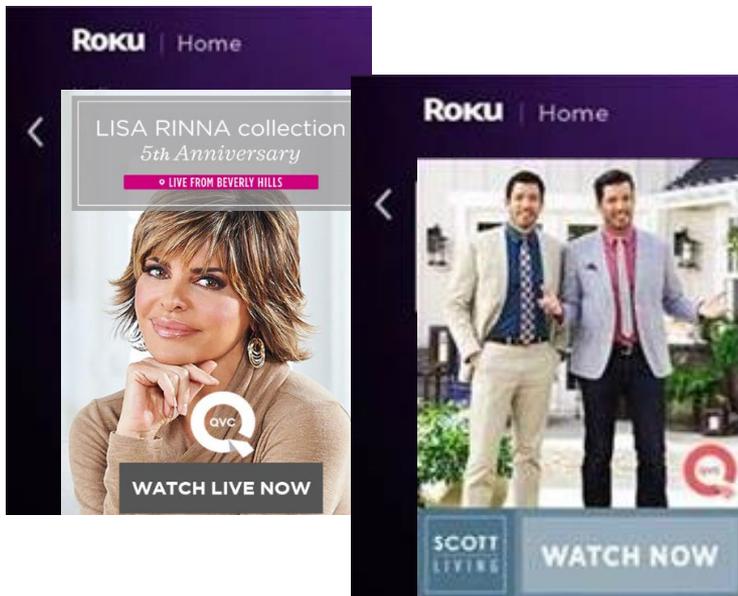
DRIVING VIEWERSHIP ON ROKU

- Aggregates video content from three networks and On Demand programming
- Marketing programs drive downloads (1M by year end) and views

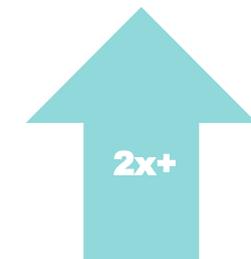
QVC Featured App



Banner Ad Drives to Watch Now Live or VOD



QVC App Downloads¹



Avg Minutes Streamed Per Player²

¹ 10/1/17 vs. 9/30/16

² Q3 17 vs. Q3 16

DIGITAL MVPD OPPORTUNITY

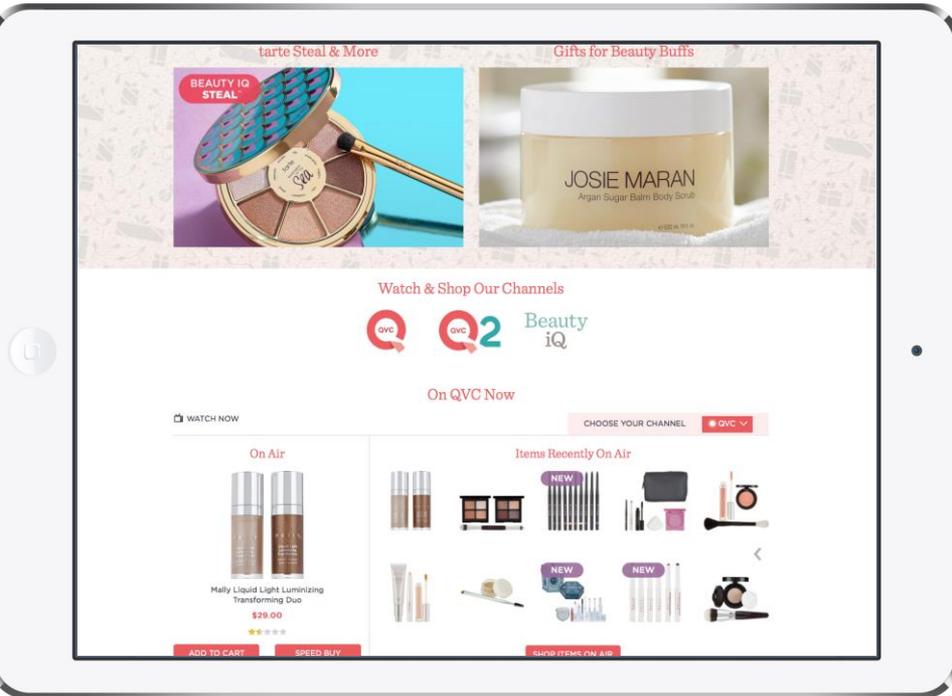
Opportunities

- Digital MVPD services relatively small but growing
- QVC in active discussions with all players
- Expect to be on these platforms when target viewers begin to use at scale

Provider	Estimated Subs	Notes
Comcast Xfinity Instant TV	Recently launched	QVC and HSN included
Sling TV	2 M	Targeting millennial males
DirecTV Now	0.5 M	
Sony Playstation Vue	0.5 M	65% male; targeting millennial males
Hulu	0.3M	50/50 male / female
YouTube TV	0.2 M	

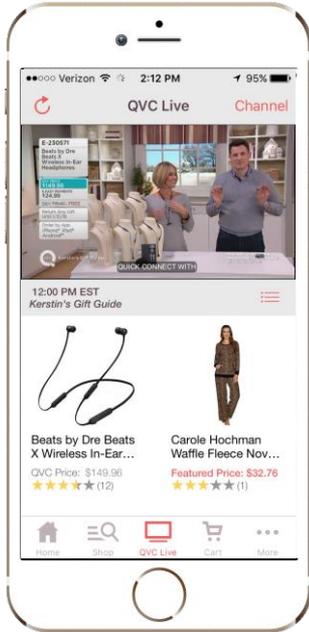
4. DIGITAL INNOVATION

- Innovation around customer journeys
- Immersive video-rich experiences
- Mobile first design philosophy
- Leveraged development across QVC & HSN platforms

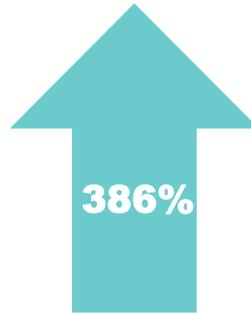


RISING VIEWERSHIP ON QVC DIGITAL PLATFORMS

Live Stream



Live Stream Minutes* Viewed



Q3 17 vs Q3 16

Product / On Demand Videos



*Minutes estimated based on data streamed through content delivery network with a factor to convert to minutes watched.



QVC (Default) was live. July 17 · 🌐

We're ***LIVE*** now with **Lisa Rinna & Sharon Faetsch** QVC shopping **NEW** arrivals + special offers including today's **BEST** find, her California Crepe Knit Cargo Pants! Shop them at a special price here! > <http://qvc.co/shop-live-rinna> PLUS, have a question for Lisa? Leave it in the comments below for a chance to be answered **LIVE!**

27 Shares 58K Views

Google

dyson small ball

ALL SHOPPING VIDEOS IMAGES NEWS

Dyson Small Ball Multi Floor
★★★★☆ 314 reviews

OVERVIEW STORES DETAILS REVIEWS

Multi Floor
dyson.com · Manufacturer

6/10 · Digital Trends

Shop on Google Sponsored

QVC.com	Dyson	Best B
\$199.98 Dyson Small Ball Multifloor Uprig...	\$359.99 Dyson Small Ball Multi Floor uprig...	\$317. Dyson - Srr Multifloor E Store p

5. EXPANDED MARKETING REACH

- Internal marketing agency to serve all business units
- Enhanced transactional marketing, leveraging unique video platform on QVC/HSN
- Urgency marketing for zulily events
- Up funnel brand building on social platforms
- Scalable model for live stream marketing and distribution



6. *ADVANCED ANALYTICS AND MACHINE LEARNING*

- zulily machine learning platform and data scientist team
- QVC DART capabilities
- HSN personalization tools

zulily PERSONALIZATION-DRIVEN MACHINE LEARNING

Woman in her 20s with no children



ONE DAY ONLY

\$14²⁹

Two-Pocket Cardigan From 42POPS | 5-3X
80% off | find your perfect color



Rain Boots | Adults
up to 65% off | weatherproof walkin'

FIRST TIME ON ZULILY >

7 For All Mankind & Jen 7
the jeans of your dreams

Judith March
vintage-inspired & on-trend

LUPAI
Italian-designed timepieces



The Scrumptious Bakery
up to 55% off | tools for tasty treats



LIVE IN LAYERS

The Sweater Shop
up to 75% off | fall faves & terrific trends

BASKE
cali-cool leather footwear

ADDURN
pretty in pearls

StudPop®
7 the magnetic stud finder



AS SEEN ON
DIY NETWORK

shop now >

Pajama Warmer®
drift off in toasty comfort

Moodies™
a new hue for any room

Encore Concepts
more debuts >

Mom with school aged girl & toddler boy



The World of Eric Carle
up to 45% off | all his timeless characters



Ace Uniforms | Can Ship Out in 2 Days
starting at \$5.99 | set them up for the new year



Winterize Your Pool Featuring Stanley®
up to 40% off | closed for the season



Princess-in-Training | Toddler to Girls
starting at \$7.99 | did someone say dress-up?



AS SEEN ON
DIY NETWORK

shop now >

FIRST TIME ON ZULILY >

StudPop®
the magnetic stud finder

Moodies™
a new hue for any room

7 For All Mankind & Jen 7
the jeans of your dreams

Pajama Warmer®
drift off in toasty comfort

Japanese Creations
wash paper art kits

Judith March
vintage-inspired & on-trend

TightVac
vacuum-sealed storage

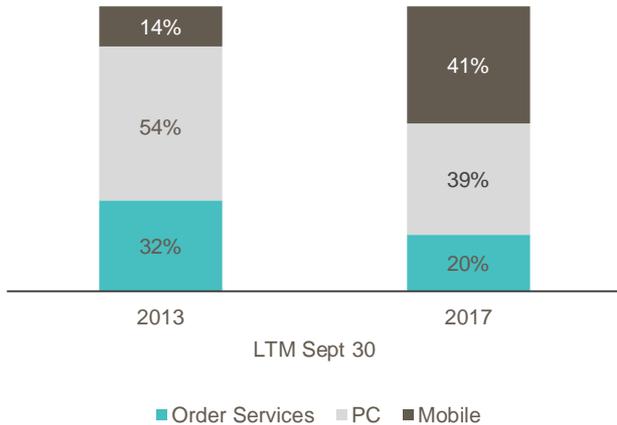
MyID
healthcare, anywhere

mylight.me
illuminate
more debuts >

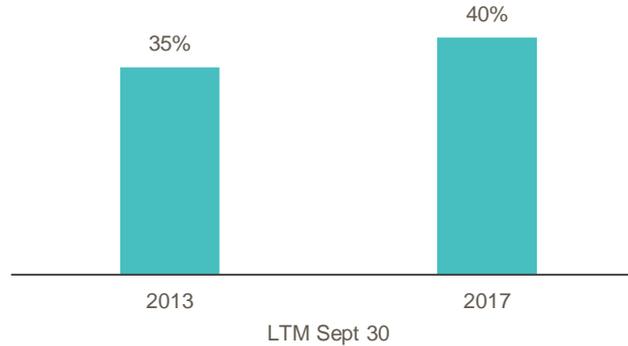
NEW CUSTOMER GROWTH ACCELERATING

- Strong customer acquisition across QVC US, Int'l, and zulily in Q3
- Increasingly acquiring customers on mobile/digital platforms
- Consistent trend of improving new customer quality in US

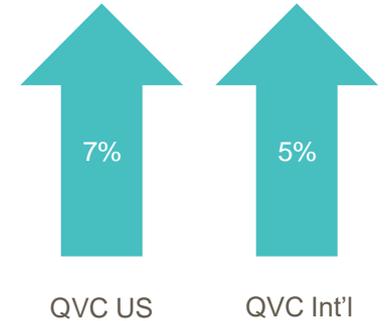
Purchase Platform
For New Customers QVC US



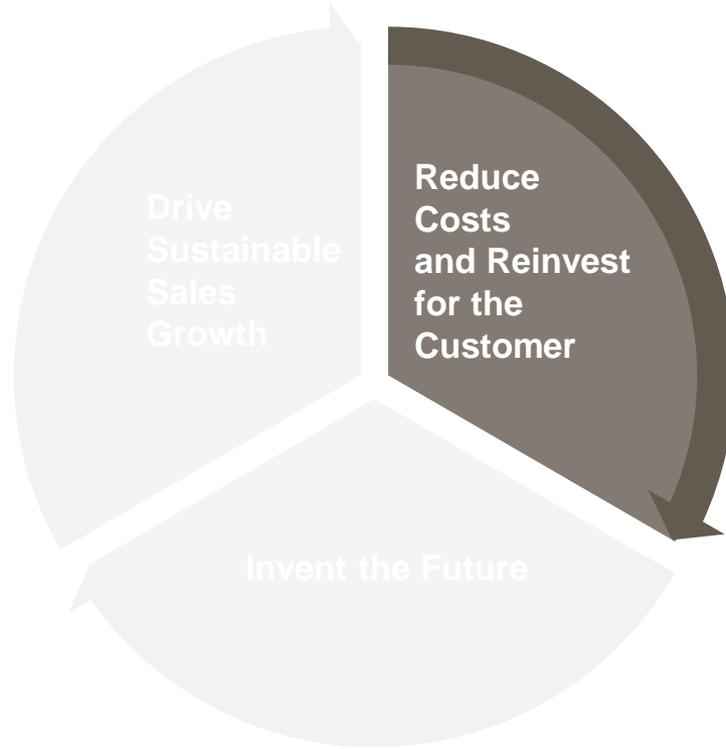
Second Purchase Rate



New Customer
Growth Q3-17 Over Q3-16



OUR FOCUS



QVC GROUP COST INITIATIVES

Item / Action	Estimated Annual Savings	Timing of Savings
Freight <ul style="list-style-type: none"> • Q + zu carrier negotiations • Multi Order Consolidation • West Coast Distribution 	\$60-65M	2017-2018
Bad Debt Management	\$30-35M	2017
SG&A Savings <ul style="list-style-type: none"> • Headcount reductions 	\$25-30M	Q4 2016 - 2017 ¹
Global Business Services	\$8-10M	2018-2020

Savings redeployed to –

- Marketing investments
- Digital platform/content expansion
- Broadcast network expansion
- S&H fee reductions

Estimated annual savings in millions.

Estimated savings in 2017 is partially offset by incentive compensation.

¹ Headcount reductions were primarily taken in latter 2016, and therefore, the majority of the savings is in 2017.

QVC & HSNi OPERATING SYNERGIES

- \$200-220M estimated operating synergies, up from \$75-110M at announcement
 - Excludes revenue and capex synergies
- \$125M in one time costs¹, up from \$75M at announcement
- Anticipate deploying some savings in business driving initiatives

Procurement	<ul style="list-style-type: none"> • Freight and other indirect savings • Leverage QVC direct sourcing / strategic vendor management • Payment options 	~30%
Duplicate Functions	<ul style="list-style-type: none"> • Headcount • Public company costs (listing and filing fees) 	~30%
Business Process Integration	<ul style="list-style-type: none"> • Optimize supply chain network • Optimize contact centers 	~30%
MSO Distribution Fees / Marketing	<ul style="list-style-type: none"> • Conservative assumptions on MSOs, channel placement and HD availability equally important • Marketing spend optimization 	~10%

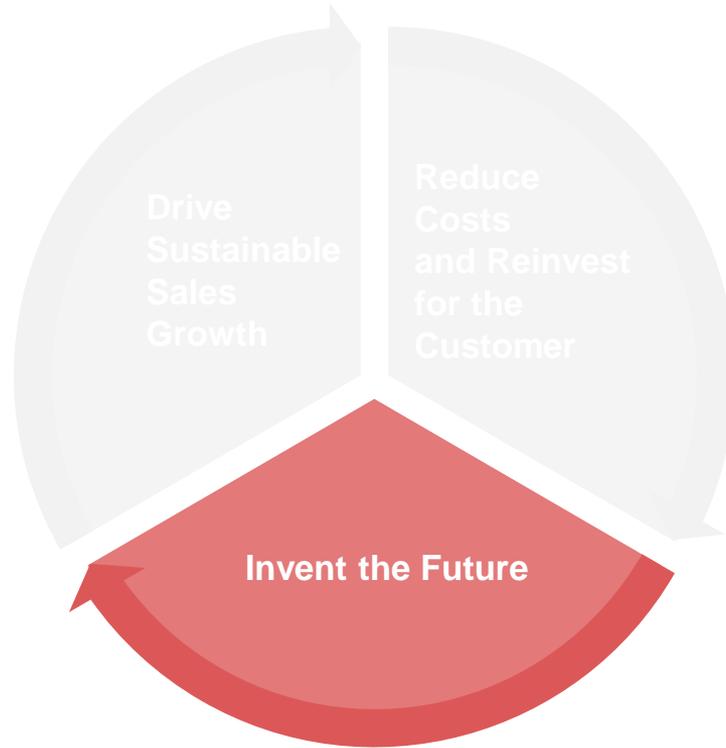
¹ One-time costs are 50/50 expense/capital.

QVC & HSNi OPERATING SYNERGIES

Time Phasing of Synergies



OUR FOCUS

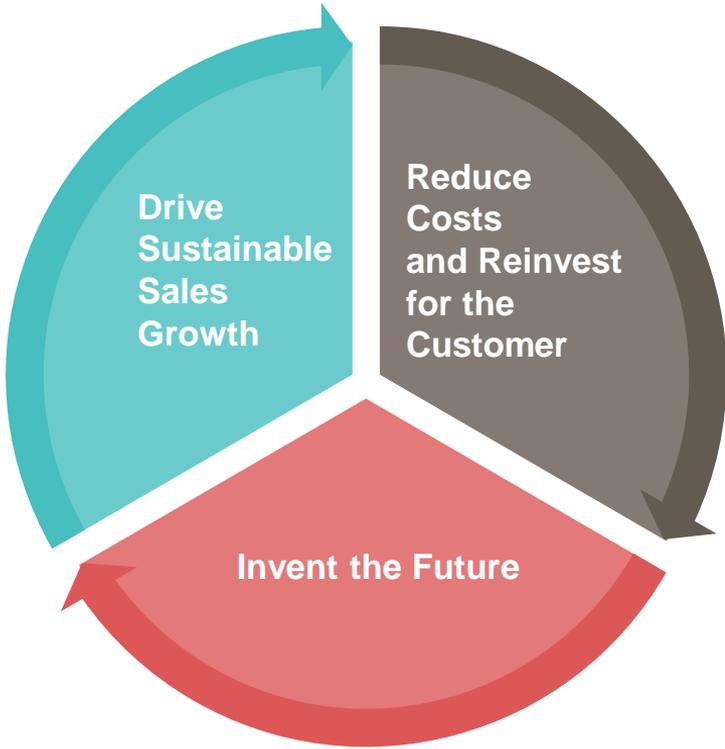




INVENT THE FUTURE

- New Ventures team to leverage Group capabilities into new arenas
- Build, buy, partner approach
- Resourced with key talent from across the companies

EXPECTATIONS FOR FUTURE COMPANY



- Consistent sales growth over time
- Operating efficiencies to offset investments (in customer value/growth platforms)
- Significant FCF generation
 - Including benefit of debenture shield post LVNT split off
- Shareholder friendly capital management
 - Growth initiatives aligned with platform and vision
 - Income generating assets
 - Share repurchase



Thank You



November 16, 2017

Liberty Investor Day 2017 zulily Overview

Darrell Cavens, President and CEO



CHANGING THE WAY PEOPLE SHOP

DIRECTED PRODUCT SEARCH

“I’m looking for a specific item”

- **Early e-commerce** – search rather than experiential shopping experience
- **Commoditized** products
- Focus on price and convenience
- **Razor thin margins**
- Visits driven by need



DISCOVER AND EXPERIENCE

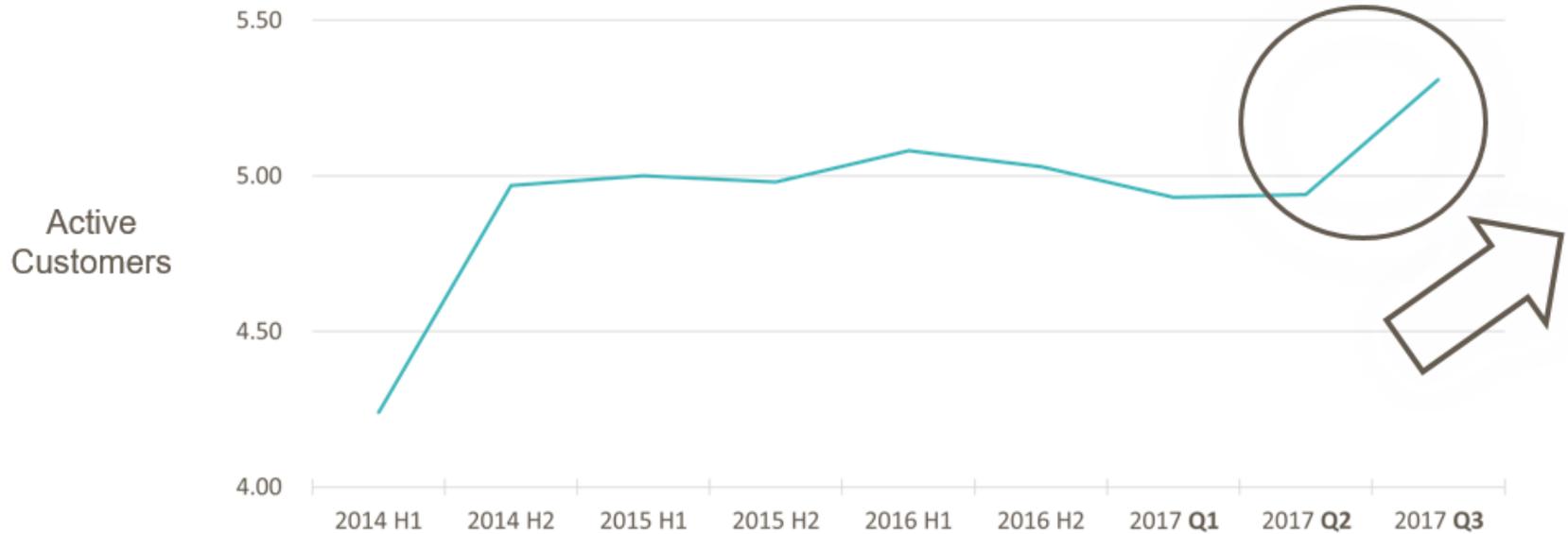
“I’m browsing to see what’s for sale”

- **Visit without the intention to purchase**
- Focus on merchandise where consumers seek out **value, breadth** and **uniqueness**
- User wants to discover **new brands**
- Frequency of visits and purchases – using the site becomes a **habit**





A FOCUS ON GROWING ACTIVE CUSTOMERS



An active customer is defined as an individual who has purchased at least once in the last twelve months, measured from the last date of a period. Active customers are in millions.



INNOVATIVE CUSTOMER EXPERIENCES

- Personalization across channels
- Mobile-first mindset
- Sourcing and direct-ship from China
- Expanded third-party fulfillment services





NEW VENTURES TO INVENT THE FUTURE

- Innovative approaches to commerce
- Pricing & value
- Incubation & global opportunity
- Marketplaces & vendor partnership



REINVENTING THE WAY SHE SHOPS

Transform our customers' experience by driving innovation and defying convention to bring together the best in commerce, content, and media & entertainment, to surprise and delight her each and every day

NON-GAAP RECONCILIATIONS

This presentation includes references to Adj. OIBDA and constant currency growth rates, which are non-GAAP financial measures for QVC (and certain of its subsidiaries) and zulily. QVC and zulily define Adj. OIBDA as revenue less cost of sales, operating expenses and selling, general and administrative expenses (excluding stock and other equity-based compensation) and excludes from that definition depreciation and amortization, restructuring and impairment charges and legal settlements that are included in the measurement of operating Income pursuant to GAAP. Further, this presentation includes Adj. OIBDA margin, which is also a non-GAAP financial measure. QVC and zulily define Adj. OIBDA margin as Adj. OIBDA divided by revenue.

QVC and zulily believe Adj. OIBDA is an important indicator of the operational strength and performance of their businesses, including the ability to service debt and fund capital expenditures. In addition, this measure allows management to view operating results and perform analytical comparisons and benchmarking between businesses and identify strategies to improve performance. Because Adj. OIBDA is used as a measure of operating performance, QVC and zulily view operating income as the most directly comparable GAAP measure. Adj. OIBDA is not meant to replace or supersede operating income or any other GAAP measure, but rather to supplement such GAAP measures in order to present investors with the same Information that QVC and zulily's respective management consider in assessing the results of operations and performance of its assets. Please see the attached schedule for a reconciliation of Adj. OIBDA to operating income (loss) calculated in accordance with GAAP for QVC and zulily.

Constant currency revenue growth rates, as presented herein, are calculated by translating the respective-period reported amounts in US Dollars to comparable amounts using a single foreign exchange rate for each currency.

QVC believes constant/local currency financial metrics are an important indicator of financial performance due to the transitional impact of foreign currency fluctuations relating to subsidiaries in non-US markets. We use constant/local currency financial metrics to provide a framework to assess how our businesses performed excluding the effects of foreign currency exchange fluctuations

RECONCILING SCHEDULE

	Q3-17 v. Q3-16	
	% Change	
	Constant	Constant
	in USD	Currency
QVC International		
Revenue	4%	5%
Operating income (loss)	32%	36%
Adj. OIBDA	16%	18%
CNR Mall		
Revenue	11%	11%
Operating income (loss)	125%	125%
Adj. OIBDA	133%	133%

The table above provides a comparison of QVC International and CNR Mall's (QVC's JV in China) third quarter 2017 year-over-year percentage change in revenue, operating income and adjusted OIBDA in constant currency to the comparable figures calculated in accordance with US GAAP.

RECONCILING SCHEDULE

\$ in millions		Q3-17	Q3-16
QVC US			
Operating income	\$	200	\$ 175
Depreciation and amortization		107	125
Stock compensation expense		6	8
Adjusted OIBDA		313	308
QVC International			
Operating income	\$	74	\$ 56
Depreciation and amortization		22	29
Stock compensation expense		3	-
Adjusted OIBDA		99	85
CNR Mall			
Operating income (loss)	\$	1	\$ (4)
Depreciation and amortization		-	1
Stock compensation expense		-	-
Adjusted OIBDA		1	(3)
zulily			
Operating income (loss)	\$	(44)	\$ (52)
Depreciation and amortization		51	65
Stock compensation expense		5	5
Adjusted OIBDA		12	18

The table above provides a reconciliation of adjusted OIBDA to operating income (loss) calculated in accordance with US GAAP for QVC US, QVC International, CNR Mall (QVC's JV in China) and zulily for the third quarter of 2017 and 2016.

RECONCILING SCHEDULE

QVC US \$ in millions	Nine Months	
	2017	2014
Operating income	627	592
Depreciation and amortization	363	331
Stock compensation expense	20	32
Adjusted OIBDA	1,010	955
Revenue	\$ 4,111	\$ 4,025
Operating income margin	15.3%	14.7%
Adjusted OIBDA margin	24.6%	23.7%

The table above provides a reconciliation for QVC US' adjusted OIBDA to operating income calculated in accordance with US GAAP for the nine months of 2017 and 2014..



2017 Investor Day

November 16, 2017

“Bye, Felicia” said Liberty Ventures

Greg Maffei – President & CEO

Milestones Since Last Meeting

- Announced acquisition of GCI
 - New company will be split-off and named GCI Liberty
 - Transaction represents \$3.0b enterprise value and \$1.4b equity value⁽¹⁾ for GCI
 - Expected close Q1-18
- Total returns to date of \$2b from investments in Liberty Broadband and Charter⁽²⁾
- Purchased 450k additional shares of LendingTree for \$77m, undiluted ownership 27% as of 10/23
- Received issue resolution agreements from IRS on tax-free separations of Liberty Expedia and CommerceHub from Liberty Interactive

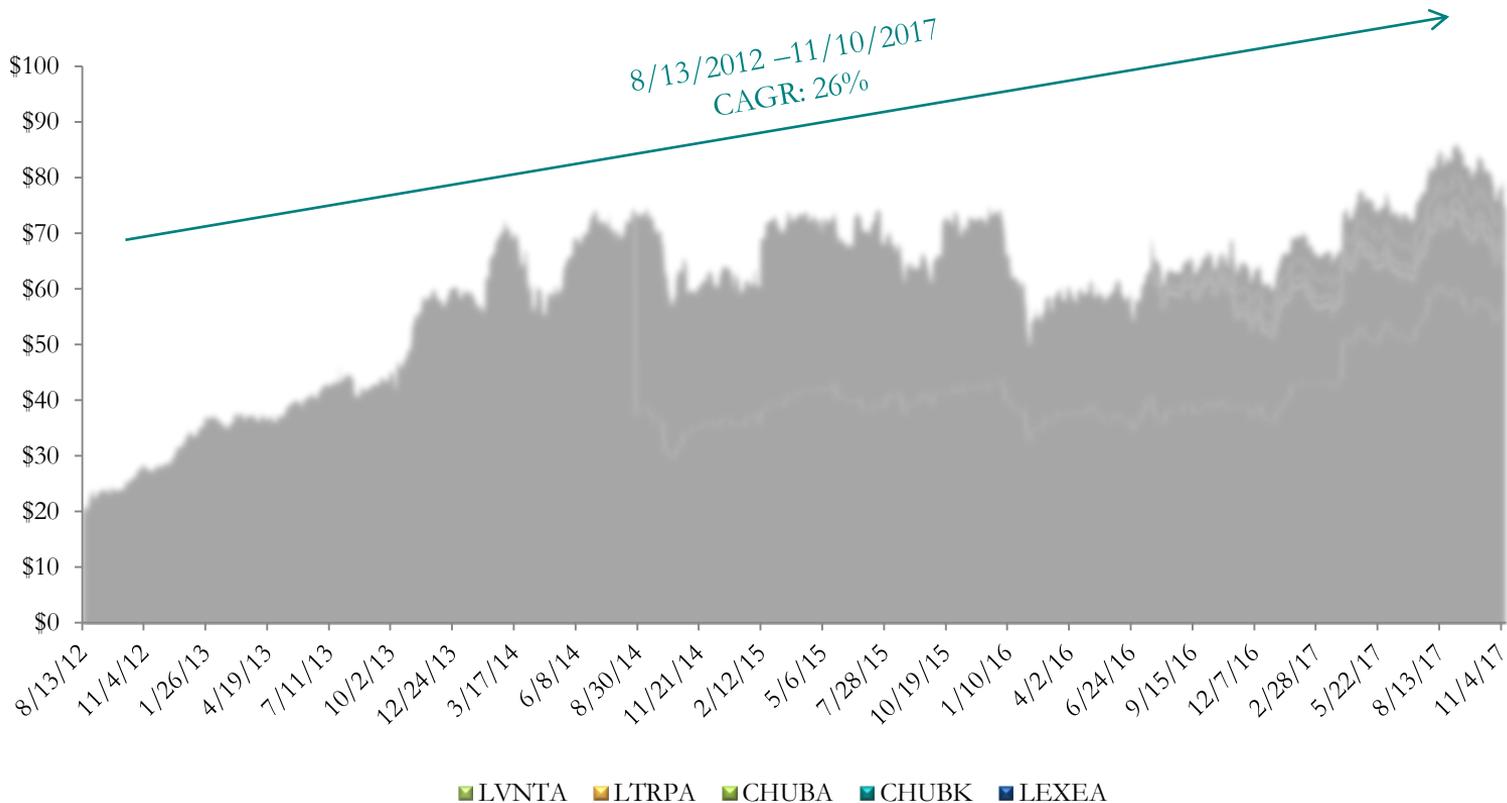
How do you play Charter?



(1) Based on LVNTA share price as of 11/10/17 and GCI's undiluted share count as of 10/27/17.

(2) See slide 7 for more information.

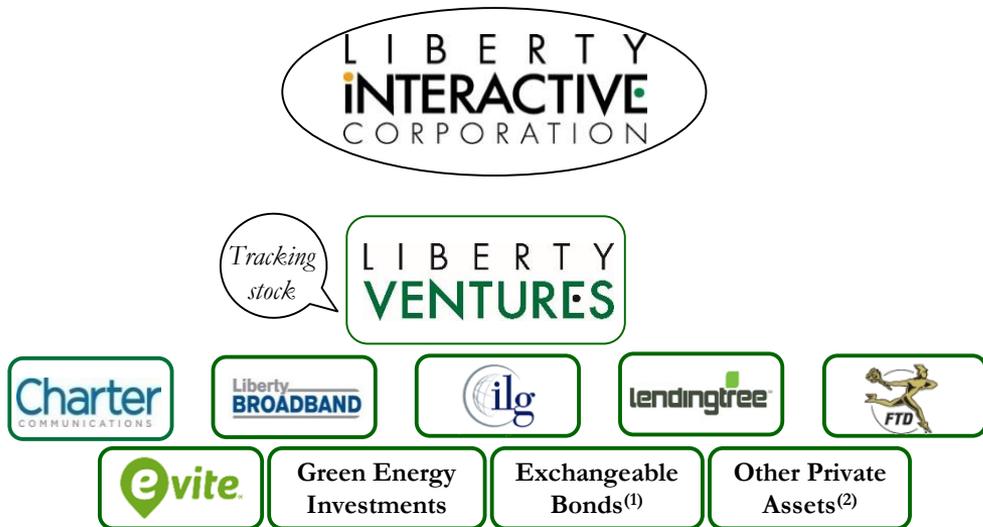
Your Patience Paid Off



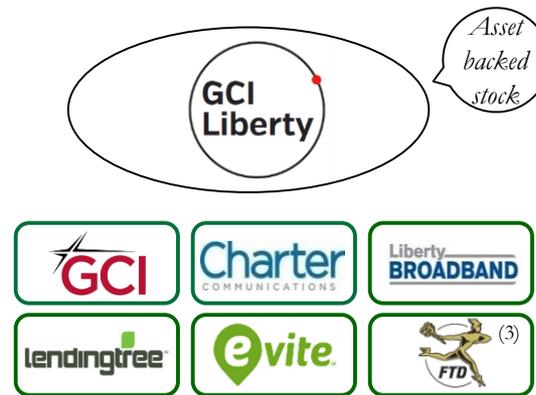
(1) As of 11/10/17 and includes the value of Liberty TripAdvisor, CommerceHub and Liberty Expedia, which were spun out of Liberty Ventures in August 2014, July 2016 and November 2016, respectively.

Liberty Ventures to Become GCI Liberty

Liberty Ventures Today



GCI Liberty “Coming Soon”



(1) Includes Liberty Interactive’s 4.00%, 3.75%, 3.50%, 0.75% and 1.75% Exchangeable debentures.

(2) Sound Ventures, Quid, Brit+Co, Liberty Israel Venture Fund II expected to be reattributed to QVC Group for estimated \$75m proceeds.

(3) As currently contemplated and upon satisfaction of certain conditions.

GCI Transaction Updates

- Received FCC approval, RCA approval and early termination of HSR review period
- Preliminary proxy filed 8/1, amendment filed 9/26
- 1.75% CHTR exchangeable debentures will remain with Liberty Interactive
 - Debentures will be reattributed to QVC Group at closing of split-off with approximately \$590m⁽¹⁾ cash and indemnity from GCI Liberty for any payments in excess of adjusted principal, partially offset by tax benefits associated with early extinguishment of debt, to holders that exchange through put/call date (10/2023)
 - QVC Group will have negative pledge on referenced CHTR shares at GCI Liberty
 - QVC Group has agreed to use commercially reasonable efforts to repurchase outstanding debentures within 6 months following the closing, on terms and conditions reasonably acceptable to GCI Liberty
 - GCI Liberty may (but is not required to) offer CHTR exchangeable debentures to fund premium on tendered 1.75% Charter Exchangeable Debentures
- LBRDK margin loan at GCI Liberty increased to \$1b (from \$500m)
 - Up to \$1b expected to be drawn upon closing of transaction
- Private assets⁽²⁾ valued at \$75m at Liberty Ventures expected to be reattributed to QVC Group
- Expected close Q1-18
 - All assets and liabilities will be valued at close for reattribution

(1) Represents NPV of principal and cash interest payments through put/call date (10/2023) as of 11/10/17; final valuation to be determined as of transaction date.

(2) Includes Sound Ventures, Quid, Brit+Co, Liberty Israel Venture Fund II.

Liberty Ventures Benefits from Charter and Liberty Broadband Returns

- 5.4m shares of TWC converted 1:1 into CHTR
 - 2.2m underlying 1.75% CHTR Exchangeable at \$341.10/share conversion price
- 42.7m shares of LBRDK purchased in May 2016 at \$56.23/share vs. current share price of \$88.49
- Total returns to date of \$2.0b, or 36% CAGR⁽¹⁾
 - Incremental \$450m in value if able to collapse 10-11% discount on LBRDK vs. CHTR



Note: Market data as of 11/10/17.

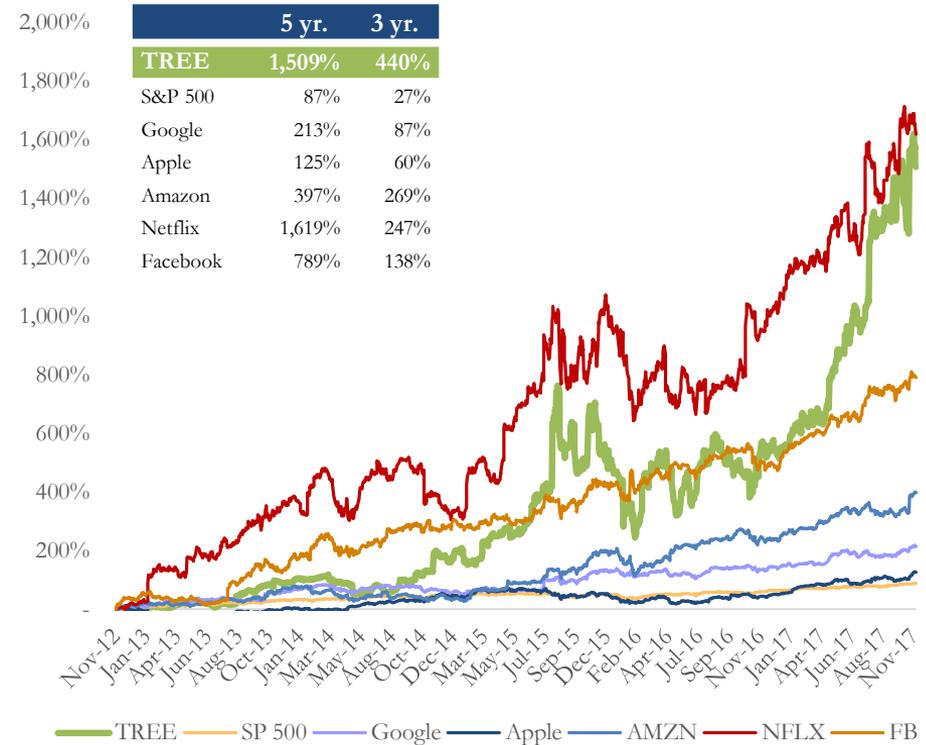
(1) CAGR since closing of TWC/CHTR transaction on 5/18/16.

(2) Implied price per Charter share based on exchanges and repurchases of the 0.75% Exchangeable Debentures (formerly with TWC as one of underlying securities) as well as pass-through cash payment to those Debentures upon closing of the Charter/TWC transaction.

TREE Huggers

- Leading online lending marketplace
 - Facilitates \$28b+ in loan originations each year
 - Leading player in non-mortgage products (53% revenue⁽¹⁾)
 - #1 online mortgage loan origination (47% revenue⁽¹⁾)
- Large market and low penetration = Huge Opportunity
 - Only 3% penetration of \$19b total addressable market⁽²⁾
- New products provide additional avenues for growth
 - Opportunities in deposits, pre-prime, and insurance
- Proven leadership team continues to deliver very impressive results
 - 52% average annual revenue growth and 500bps+ adjusted EBITDA margin improvement from '14 - '17⁽¹⁾
- Liberty increased stake to 3.2m shares in June, increasing ownership to 27%
 - Stake worth \$801m; up \$251m since June purchase⁽³⁾

TREE Stock Performance – Best in Class



Note: Market data as of 11/10/17. Chart data reflects indexed returns.

Source: LendingTree.

(1) LTM as of 9/30/17.

(2) US bank and credit union advertising spending market per LendingTree Q3 2017 Investor Presentation.

(3) Includes 643k shares underlying TREE collar capped at \$211.668.

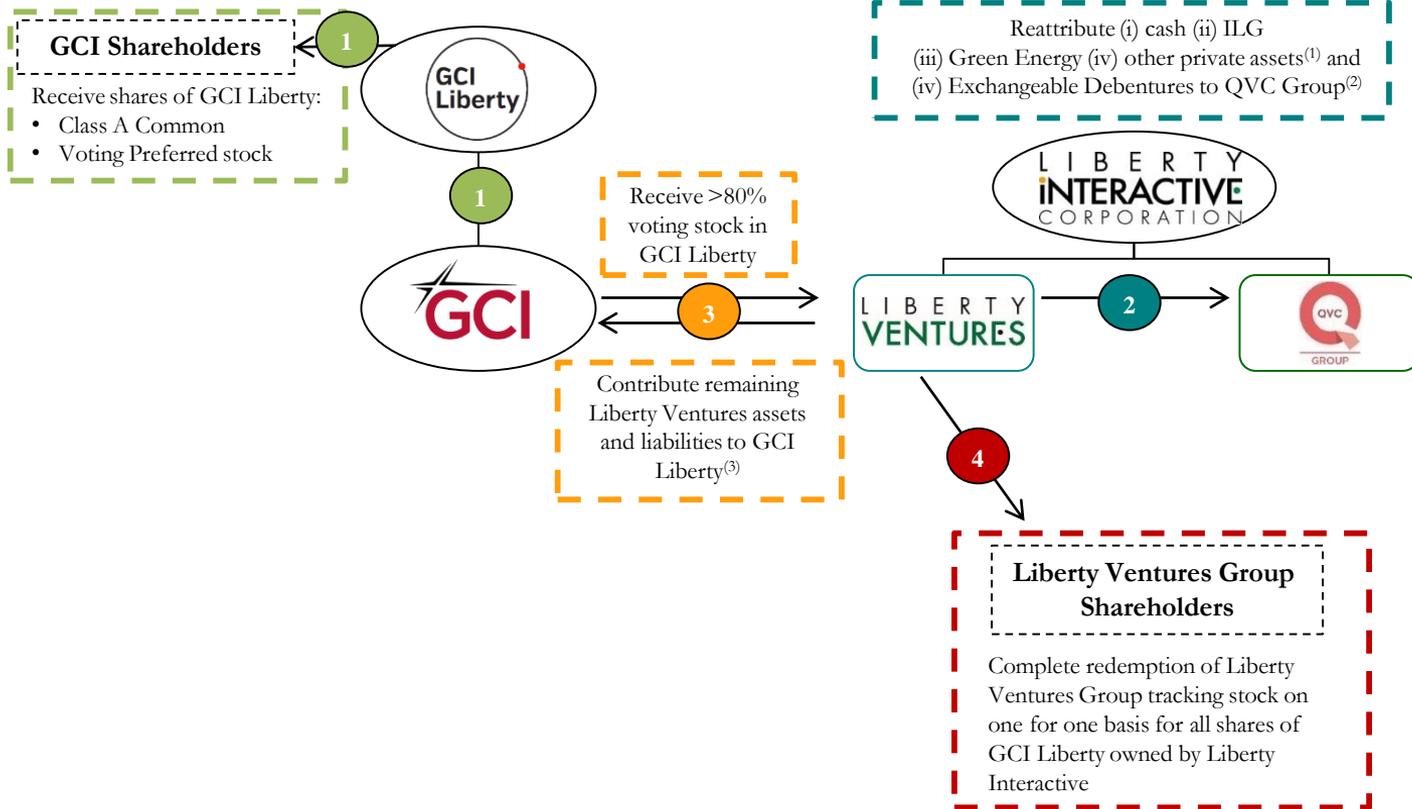
GCI is Attractive Cable Asset

- GCI has Alaska covered
 - Largest communications provider to residential and business customers
 - True quad play provider
 - First to offer product bundles in Alaska
 - Wireless network covers 97% of Alaskans, broadest coverage in state
 - Market leader in metro and long-haul fiber
 - Multiple ongoing projects to increase broadband footprint
- Strong cash flow generator with opportunity to improve margins
 - Declining capex requirements
 - Initiatives underway to simplify and consolidate billing systems
 - ~\$280m⁽¹⁾ NOLs
 - Long-term roaming and backhaul agreements to substantially reduce business seasonality
- “Goldilocks” asset for Liberty
 - Fit with other cable assets in Liberty Ventures
 - Facilitates asset-backed stock separation



Appendix

GCI Liberty Transaction Structure



(1) Includes Sound Ventures, Quid, Brit+Co and Liberty Israel Venture Fund II, expected to be reattributed to QVC Group for estimated \$75m proceeds.

(2) Includes Liberty Interactive's 4.00%, 3.75%, 3.50%, 0.75% and 1.75% Exchangeable debentures.

(3) Intended to include stakes of Charter and Liberty Broadband, LendingTree, Evite, and subject to certain conditions, FTD.

Pro Forma GCI Liberty Net Asset Value

Capitalization Summary

(\$ in millions)	Amount
GCI Enterprise Value ⁽¹⁾	2,981
Liberty Broadband (42.7m shares, \$88.49 / share)	3,779
Charter (5.4m shares, \$338.44 / share) ⁽²⁾	1,828
Lending Tree (3.2m shares, \$257.75 / share) ⁽³⁾	801
FTD (10.2m shares, \$8.09 / share)	83
Other Assets ⁽⁴⁾	40
GCI Cash	19
Cash Attributable to GCI Liberty ⁽⁵⁾	580
Total Cash	599
Total GCI Liberty Asset Value	\$10,110
Total Debt	2,864
Preferred Shares Issued to GCI Shareholders	172
Total GCI Liberty Net Asset Value	\$7,074

Total Debt Summary

	2016 EBITDA	
	Amount	Multiple ⁽⁶⁾
Operating Company GCI Debt		
Revolving Credit Facility ⁽⁷⁾ (L+3.00%)	137	0.5x
Term Loan A (L+3.00%)	215	0.7x
Term Loan B (L+2.25%)	243	0.8x
Senior Notes ⁽⁸⁾	775	2.7x
Capital Leases and Other Debt Obligations ⁽⁹⁾	156	0.5x
Searchlight Note ⁽¹⁰⁾	75	0.3x
Total Operating Company GCI Debt	\$1,601	5.6x
Non-GCI Debt at GCI Liberty		
New LBRDK Margin Loan ⁽¹¹⁾	1,000	
New CHTR Exchangeable Debenture ⁽¹²⁾	263	
Total Non-GCI Debt at GCI Liberty	1,263	
Total GCI Liberty Debt	\$2,864	

Note: Share prices as of 11/10/17. Debt amounts outstanding as of 9/30/17. Totals may not sum due to rounding.

(1) Based on LVNTA share price as of 11/10/17 and GCI's undiluted share count as of 10/27/17.

(2) QVC Group has a negative pledge against 2.2m of GCI Liberty's Charter shares referenced by the 1.75% Charter Exchangeable Debentures so long as such Debentures are outstanding.

(3) Includes 643k shares underlying TREE collar capped at \$211.668.

(4) Excludes Sound Ventures, Quid, Brit+Co and Liberty Israel Venture Fund II, expected to be reattributed to QVC Group for estimated \$75m proceeds.

(5) Represents Liberty Ventures cash balance as of 9/30/17, pro forma for \$1b LBRDK margin loan less \$932m cash reattributed to QVC Group.

(6) Multiple of GCI's reported 2016 EBITDA.

(7) Capacity of \$200m. Represents face value outstanding as of 9/30/17, pro forma for additional \$82m drawn on revolver at close to cover Searchlight SAR cash settlement. GCI also had \$21m in letters of credit under the facility at 9/30/17.

(8) Includes \$450m of Senior Notes with an interest rate of 6.875% and \$325m of Senior Notes with an interest rate of 6.750%.

(9) Includes GCI's capital leases primarily related to leasing transponder capacity, certain sale and leaseback obligations and other borrowings.

(10) Searchlight Note expected to be taken out at close with combination of cash and revolver capacity.

(11) To be issued by GCI Liberty.

(12) GCI Liberty may (but is not required to) offer CHTR exchangeable debentures to fund premium on tendered 1.75% Charter Exchangeable Debentures; amount needed to fund estimated at \$263m based on \$750m principal outstanding and bonds trading at 114% premium as of 11/10/17.

GCI Liberty Pro-Forma Ownership Structure

	GCI Liberty Ownership					
	Liberty Ventures Group			Post-Transaction		
	Number of Shares	% Common Equity	% Voting	Number of Shares	% Common Equity	% Voting
Legacy Liberty Ventures Shareholders						
Series A Shares ⁽¹⁾	81.4	95.0%	65.7%	81.4	75.8%	55.0%
Series B Shares ⁽¹⁾	4.2	5.0%	34.3%	4.2	4.0%	28.7%
Legacy GCI Shareholders						
Series A Shares ⁽²⁾	-	-	-	21.7	20.2%	14.7%
Total Common Shares Outstanding	85.6	-	-	107.3		
Toal Series A Preferred Shares Outstanding⁽³⁾	-	-	-	6.9	-	1.6%

(1) Based on undiluted share count as of 10/31/2017.

(2) Based on undiluted share count as of 10/27/2017 and excluding 1.7m of unvested RSAs as of that date; excludes Searchlight SARs which are expected to be cashed out at close.

(3) GCI Liberty preferred shares will have 21-year term, with 5% initial dividend rate and post-closing increase to 7% once GCI Liberty is reincorporated in Delaware, \$25/share liquidation preference and 1/3 vote per share with no conversion feature.

1.75% CHTR Exchangeable Overview

- \$750m Exchangeable Senior Debentures
 - 1.75% quarterly-pay coupon
 - Final maturity in 2046 with put-call 10/5/2023
- Reference 2.2m total CHTR shares attributable to debentures
 - Exchange price of \$341.10
 - 2.9317 CHTR shares attributable to each debenture
- Exchangeable debentures will remain with Liberty Interactive following GCI Liberty transactions
 - Debentures will be reattributed to QVC Group at closing with approximately \$590m cash and indemnity from GCI Liberty for any payments in excess of adjusted principal to holders that exchange through put/call date (10/2023)
 - QVC Group will have negative pledge on referenced CHTR shares from GCI Liberty
 - QVC Group will use commercially reasonable efforts to repurchase outstanding debentures within 6 months following closing of transactions (on terms and conditions reasonably acceptable to GCI Liberty)
 - GCI Liberty will reimburse Liberty Interactive for difference between purchase price of tendered debentures and amount of cash delivered in reattribution with respect to tendered debentures plus any tax benefits associated with early extinguishment of debt
 - GCI Liberty's indemnity obligation and number of shares subject to negative pledge will be ratably reduced with respect to any debentures repurchased
 - GCI Liberty may (but is not required to) offer CHTR exchangeable debentures to fund premium on tendered 1.75% Charter Exchangeable Debentures; amount needed to fund estimated at \$263m based on \$750m principal outstanding and bonds trading at 114% premium as of 11/10/17.



Investor Presentation

General Communication, Inc.

November 16, 2017



Forward Looking Statement



This investor presentation includes certain forward-looking statements, including statements about the proposed acquisition of General Communication, Inc. (“GCI”) by Liberty Interactive Corporation (“Liberty Interactive”) and the proposed split-off of Liberty Interactive’s interest in the combined company (“GCI Liberty”) (the “proposed split-off” and together with the proposed acquisition of GCI, the “proposed transactions”) and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including, without limitation, the satisfaction of conditions to the proposed transactions. These forward-looking statements speak only as of the date of this investor presentation, and GCI expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in GCI’s expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. Please refer to the publicly filed documents of GCI, including the most recent Forms 10-K and 10-Q, for additional information about GCI and about the risks and uncertainties related to the business which may affect the statements made in this investor presentation.

GCI Summary Company Profile



Integrated, facilities-based statewide telecom

- Largest communications provider to both residential and business customers in Alaska with \$3+ billion network
 - Headquartered in Anchorage with 2,200 employees
 - Publicly traded since 1987

Quad-play provider with solid competitive position

- Broadband centric with limited video exposure
- Second largest wireless provider (~1/3 market share)

Industry leading product penetration rates

- Cable systems pass over 90% of Alaskan households; over 50% data penetration of residential homes passed
 - Leading market position across consumer products

Attractive financial profile with margin expansion initiatives underway

- \$916m revenue and \$297m adjusted EBITDA TTM 9/30/17
- Even revenue split between consumer and business services
- Approximately \$280m of NOLs as of 9/30/17

Tenured Management Team

- Led by founder Ron Duncan
- Senior Management team average tenure of over 20 years

As of Sep'17

Homes Passed	251,600
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Data Subscribers	135,400
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% Penetration of homes passed	50%
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Competitors



Video Subscribers	118,300
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% Penetration of homes passed	40%
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Competitors



Voice Subscribers	89,800
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% Penetration of homes passed	20%
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Competitors



Wireless Subscribers	223,700
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Competitors



Executive Team



Experienced Executive Team will continue to manage business



Ron Duncan
CEO
38 years



Greg Chapados
COO
11 years



Pete Pounds
CFO
20 years



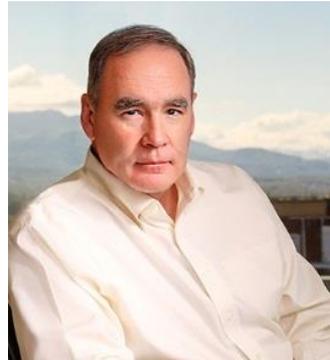
Tina Pidgeon
General Counsel CCO
14 years



Paul Landes
Senior VP, Consumer
18 years



Martin Cary
Senior VP, Business
20 years



Bill Behnke
Senior VP
33 years



Wilson Hughes
Executive VP, Wireless
26 years

Powerful Network



GCI benefits from over \$3.0 billion of investments in cable, fiber, wireless, satellite and microwave networks over last 30 years

Cable

- 97% of homes operating on greater than 750 MHz network
- 100% of homes are DOCSIS 3.0 capable
- Over 90% of homes passed have access to gigabit speeds

Fiber

- Approximately 6,250 miles of fiber network
 - 650 Metro miles
 - 1,200 Terrestrial miles
 - 4,400 Submarine miles
- 23 Points-of-Presence throughout Alaska and one in Seattle that connects the Company's fiber optic network to the lower 48 states

Microwave

- Extensive microwave networks serving locations where fiber connectivity not technically feasible

Wireless

- GCI has largest and fastest LTE network in Alaska
- Statewide wireless facilities reach over 95% of Alaskans
- Competitively well-positioned with statewide spectrum holdings

Satellite

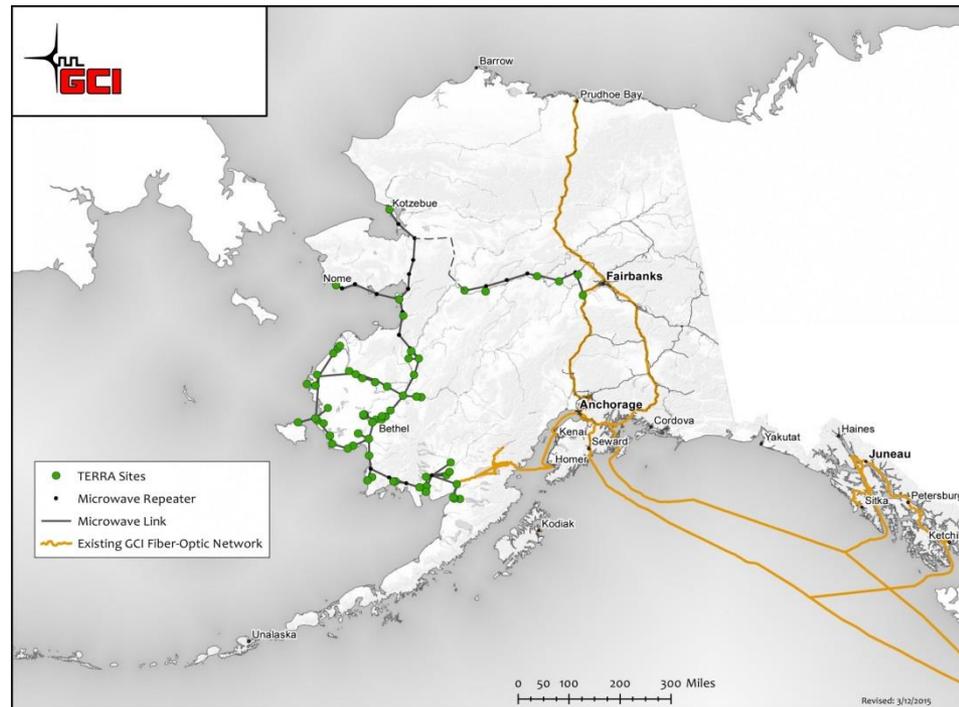
- Satellite network allows GCI to supplement customers' wireless and cable service outside of GCI's existing terrestrial network
- Satellite network extends coverage area to approximately 98% of state



Most Extensive Terrestrial Network in Alaska



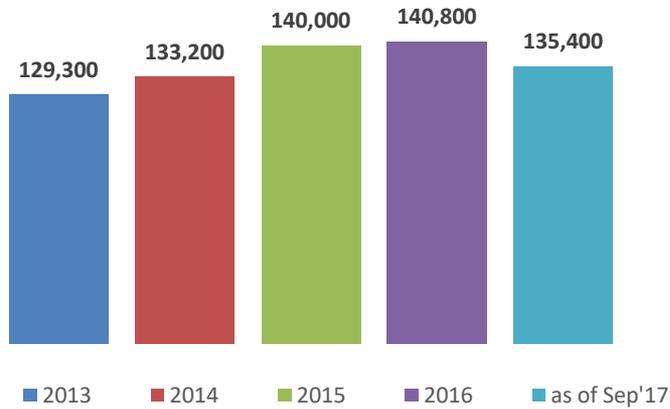
- GCI has a robust, state-of-the-art telecommunications network
- Network links Anchorage with Bristol Bay, Yukon-Kuskokwim and northwest region of the state
- Redundant, fully managed network with 24/7/365 network operations center



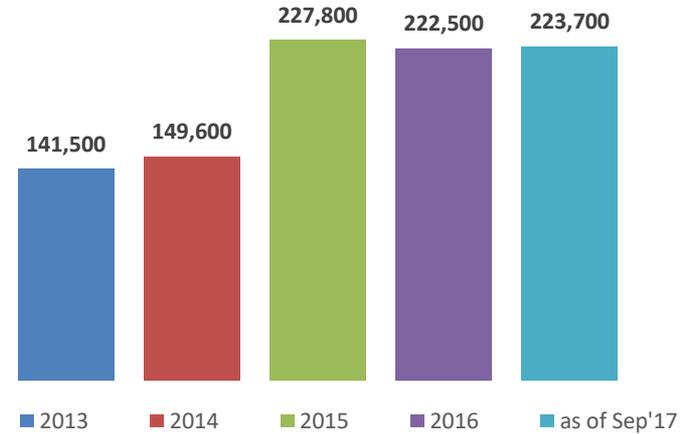
GCI Historical Operating Metrics



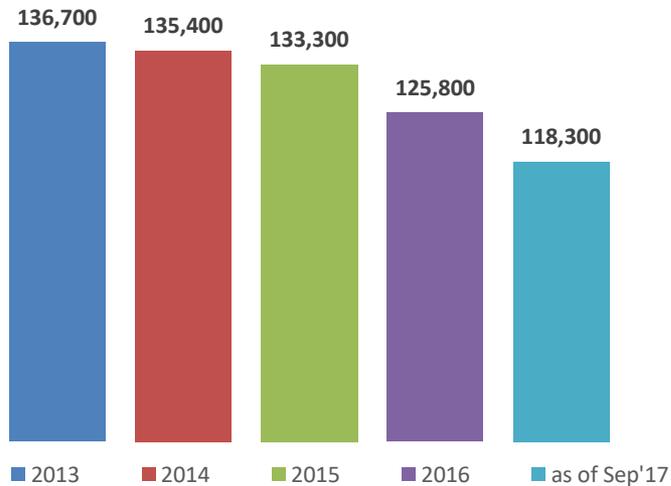
Data Subscribers



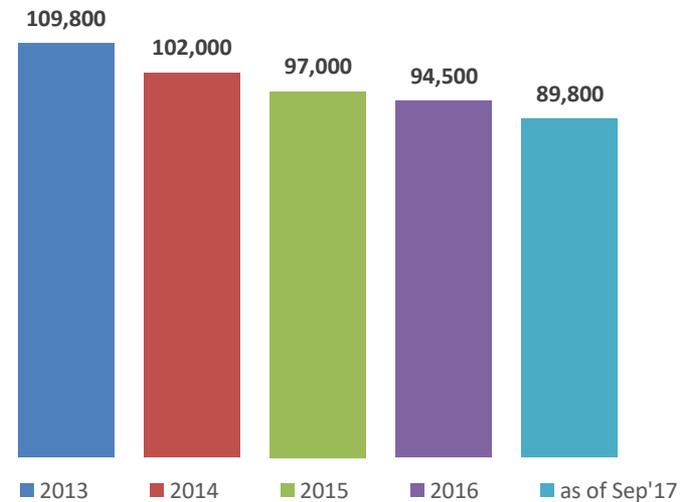
Wireless Subscribers



Video Subscribers



Voice subscribers



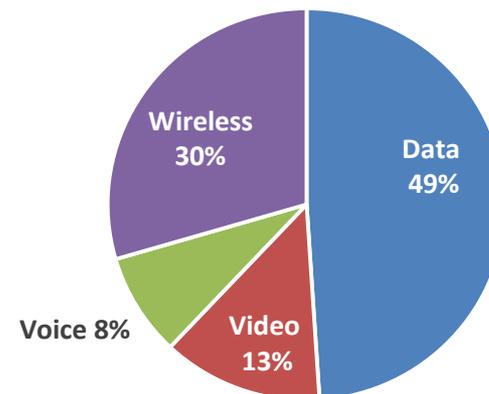
History of Solid Financial Performance



Total Revenue

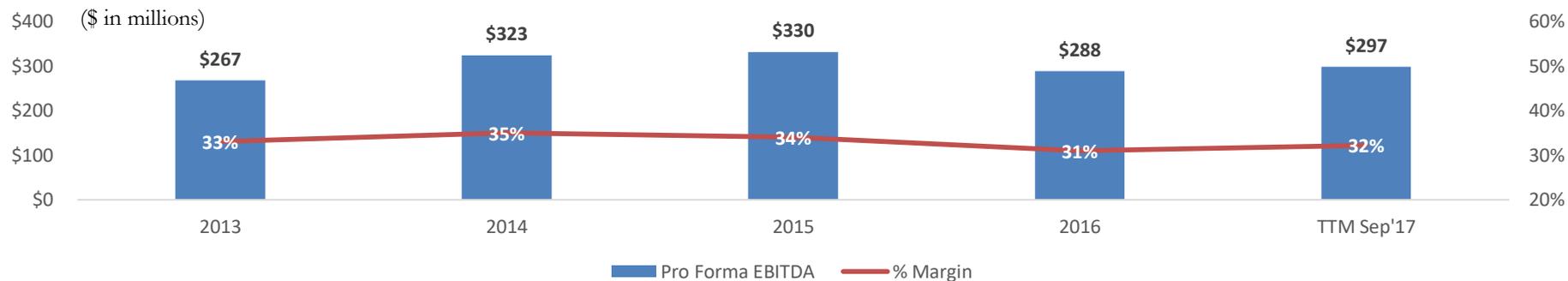


TTM Sep'17 Revenue



2015 to 2016 Revenue / EBITDA decrease due to new long-term Roaming Agreement

TTM Sep'17 Adjusted EBITDA and Adjusted EBITDA Margin⁽¹⁾



(1) Pro Forma EBITDA (excludes Liberty costs) is defined as earnings plus imputed interest on financed devices before: net interest expense, income taxes, depreciation and amortization expense, loss on extinguishment of debt, software impairment charge, derivative instrument unrealized income (loss), share-based compensation expense, accretion expense, loss attributable to non-controlling interest resulting from new markets tax credits transactions, gains and impairment losses on equity and cost method investments, gain recorded for adjusting to fair value assets that were included as consideration paid to acquire a fiber system, and other non-cash adjustments; Adjusted EBITDA margin is defined as Adjusted EBITDA divided by total revenue.

Current Operating Environment



- State Economy
 - 2nd year of a recession
 - Job and population losses reflected in sub losses across all carriers
- Wireless Industry
 - Price wars in lower 48
 - Only two national carriers serving Alaska
 - Leads to less competition in market
- Video Product
 - Higher programming costs
 - IP Set-top boxes and OTT Integration will help
- Billing System / New Products
 - With new billing system we should be able to launch new products much more quickly and streamline customer experience

Four Major GCI Projects

1 New billing system expected to be implemented in 2018

- Eliminated four billing systems in 2016
 - As we move from host of Billing Systems to Hosted Billing System
- Completed Rate Plan Simplification (“RPS”) as of 9/30/17

2 Large opportunity with auto-pay and no-print invoice savings

Simplify our network

- Faster turn up of new products
- Elimination of old technologies (i.e. frame relay, GSM, and redundant CDMA network)

3 Improves experience and reduces down time and O&M

Reduce reliance on local exchange carrier (“LEC”) facilities

4 Expect to reduce spend by \$10 million per year through network buildouts

Procurement savings

- Over \$500 million per year in addressable spend
- First time company-wide procurement initiative

Each point of margin improvement worth \$9 million of EBITDA
Free cash flow growth allows potential for meaningful stock buybacks



Appendix



GCI Summary Financial Performance



(\$ in millions)	2014	2015	2016	TTM Sep'17
Revenue	\$910	\$979	\$934	\$916
Adjusted EBITDA	\$323	\$330	\$288	\$297
Adjusted EBITDA Margin	35%	34%	31%	32%
Capital Expenditures	\$176	\$176	\$194	
Unlevered Free Cash Flow	\$147	\$154	\$124	

See slide reconciling EBITDA to GAAP measure for more information.

Total Debt Summary

(\$ in millions)	Amount
Revolving Credit Facility (L + 3.00%)	\$ 55
Term Loan A (L + 3.00%)	\$ 215
Term Loan B (L + 2.25%)	\$ 243
Senior Notes ⁽¹⁾	\$ 775
Capital Leases & Other Debt Obligations	\$ 156
Searchlight Note ⁽²⁾	\$ 75
Total Operating Company GCI Debt	\$ 1,519

(1) The 2021 bonds (\$325m) are callable today at 102.25. The call premium drops to 101.125% on June 1, 2018.

(2) Searchlight Note expected to be taken out at close with combination of cash and revolver capacity.

Reconciling Schedule



(\$ in millions)	2013	2014	2015	2016	TTM Sep'17
Adjusted EBITDA	\$267	\$323	\$330	\$288	\$297
Depreciation	(\$147)	(\$170)	(\$182)	(\$194)	(\$199)
Liberty transaction costs	---	---	---	---	(\$15)
Share-based compensation	(\$7)	(\$9)	(\$11)	(\$11)	(\$16)
Imputed interest on financed devices	---	---	(\$1)	(\$3)	(\$3)
Accretion expense	---	(\$1)	(\$1)	(\$1)	(1)
Other	---	---	\$1	---	1
Software impairment	---	---	(\$30)	---	---
Other expense, net	(\$70)	(\$74)	(\$134)	(\$78)	(\$153)
Income (loss) before income taxes	\$43	\$69	(\$28)	\$1	(\$89)
Income tax (expense) benefit	(\$11)	(\$10)	\$2	(\$5)	---
Net income (loss)	\$32	\$59	(\$26)	(\$4)	(\$89)