## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

| OMB APPROV             | 'AL       |
|------------------------|-----------|
| OMB Number:            | 3235-0287 |
| Estimated average burd | en hours  |
| per response           | 0.5       |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 16.

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type  | Responses)  |                        |                    |   |       |  |    |  |  |   |   |  |                                      |  |   |            |
|---|---|------------------------|--------------------|---|-------|--|----|--|--|---|---|--|--------------------------------------|--|---|------------|
| Name and Address of Reporting Person   Liberty Media Corp |   |                        |                    | 2. Issuer Name and Ticker or Trading Symbol Live Nation Entertainment, Inc. [LYV] |       |  |    |  |  |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner   |  |                                      |  |   |            |
| (Last) (First) (Middle)<br>12300 LIBERTY BOULEVARD        |   |                        |                    | 3. Date of Earliest Transaction (Month/Day/Year) 05/11/2012                       |       |  |    |  |  | -   | Officer (give title l   | pelow)                                     | Other (sp                            | ecify below)   |   |            |
|   |   |                        | 4. If Am           | 4. If Amendment, Date Original Filed(Month/Day/Year)                              |       |  |    |  |  |   | 6. Individual or Joint/Group FilingCheck Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |                                      |  |   |            |
| ENGLEWOOD, CO 80112 (City) (State) (Zip)                  |   |                        |                    | Table I Nor Designation Co. 1971  |       |  |    |  |  | Acquire   | ired, Disposed of, or Beneficially Owned  |  |                                      |  |   |            |
| 1.Title of Sect<br>(Instr. 3)                             |   | arate line for each cl |                    | Exect any (Mon  | th/Da | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  h/Day/Year)  Code V Amount (A) or Disposed of (D) (Instr. 3 and 4)  Code V Amount (D) Price  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. |    | ally Owned 6 (S) C C C C C C C C C C C C C C C C C C C | Ownership orm:  Direct (D) or Indirect (D)  Instr. 4)          | . Nature of Indirect seneficial ownership Instr. 4) |   |  |                                      |  |   |            |
|   |   |                        | Tabl               |   |       |  |    |  |  | of, or Beneficia<br>tible securities                |   | ed   |                                      |  |   |            |
| Derivative<br>Security<br>(Instr. 3)                      | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | e (Month/Day/Year)     | Execution Date, if | 4. Transaction  |       | <del></del>  |    | 6. Ex  | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |   | 7. Title  | and Amount of<br>ring Securities<br>and 4) | Derivative<br>Security<br>(Instr. 5) | Securities<br>Beneficially<br>Owned<br>Following<br>Reported | Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | (Instr. 4) |
|   |   |                        |                    | Code  | V     | / (A)  | (E | Da<br>Ex   | ate<br>ercisable   | Expiration<br>Date                                  | Title   | Amount or<br>Number of<br>Shares           |                                      | Transaction(s)<br>(Instr. 4)                                 | (I)<br>(Instr. 4)   |            |
| Forward<br>purchase<br>contract<br>(obligation<br>to buy) | (1) (2) (3)   | 05/11/2012             |                    | J/K <sup>(1)(2)(</sup>  | 3)    | 9,500,0  | 00 | 07   | 7/10/2012  | 07/10/2012  | Comm  | 19 500 000                                 | \$ 0                                 | 9,500,000  | D   |            |

### **Reporting Owners**

|  | Relationships |              |         |       |  |  |  |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address                                       | Director      | 10%<br>Owner | Officer | Other |  |  |  |
| Liberty Media Corp<br>12300 LIBERTY BOULEVARD<br>ENGLEWOOD, CO 80112 | X             | X            |         |       |  |  |  |

### **Signatures**

| LIBERTY MEDIA CORPORATION By: /s/ Charles Tanabe Title: Executive Vice President |  | 05/15/2012 |
|--|--|------------|
| **Signature of Reporting Person  |  | Date       |

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On December 30, 2011, the Reporting Person entered into a forward purchase contract (the "Forward Contract") with an unaffiliated counterparty covering up to a maximum of 9,500,000 notional shares of the Issuer's Common Stock. The exact number of shares to be covered by the Forward Contract is to equal the number purchased by the counterparty to establish its initial hedge.
- The Forward Contract provides for physical settlement upon expiration, with the Reporting Person retaining the right to elect cash settlement instead. In the case of physical settlement, the "forward price" will equal the volume weighted average price of the shares of the Issuer's Common Stock during the initial hedging period plus a commission (the "base price"), plus an amount equal to the counterparty's
- (2) internal funding costs plus a spread. If cash settlement is elected, (i) if the cash settlement price (which would be based on the price at which the counterparty unwinds its hedge) exceeds the forward price, then the counterparty will be obligated to pay the difference to the Reporting Person, and (ii) if the cash settlement price is less than the forward price, then the Reporting Person will be obligated to pay the difference to the counterparty.
- On May 11, 2012, the unaffiliated counterparty completed its initial hedge, and the number of notional shares of Common Stock covered by the Forward Contract has been fixed at 9,500,000 shares.

  (3) Under the Forward Contract, the expiration date is to be July 10, 2012, or 60 days after the completion of the counterparty's initial hedge. The base price under the Forward Contract is approximately \$9.68 per share.

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