

Edgar Filing: ON COMMAND CORP - Form 4

ON COMMAND CORP
 Form 4
 November 20, 2002

 FORM 4

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

// CHECK THIS BOX IF NO
 LONGER SUBJECT TO
 SECTION 16. FORM 4 OR
 FORM 5 OBLIGATIONS MAY
 CONTINUE. SEE
 INSTRUCTION 1(b).
 (Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 Section 17(a) of the Public Utility Holding Company Act of 1935
 Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol	6. R	
Liberty Satellite & Technology, Inc.			On Command Corporation (ONCO)	--	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year 11/2002	-- ---
12300 Liberty Blvd					7.
(Street)				5. If Amendment, Date of Original (Month/Day/Year)	<u>X</u> ---
Englewood, CO	80112		84-1299995		

1. Title of Security (Instr. 3)			2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securiti Benefici Owned Fo ing Repo Transact (Instr. and 4)	
					Code	V	Amount	(A) or (D)	Price	
Common Stock			11/18/2002		P		2,044,444	A	\$0.74	21,448,6

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

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

FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
 (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)	5. Number ative quired posed (Instr
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 Code V (A)

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

Title Amount or
 Number of
 Shares

Explanation of Responses:

(1) Of the 21,448,684 shares of Common Stock beneficially owned by the Reporting Person, 19,404,2 Ascent Entertainment Group, Inc., a Delaware corporation ("Ascent"), a wholly owned subsidiary of By virtue of its control of the Reporting Person, Liberty Media Corporation, a Delaware corporation to be a beneficial owner of the Common Stock covered hereby.

Liberty Satellite & Technology,

By: /s/ Kenneth G. Carroll

Name: Kenneth G. Carroll
Title: Acting President and

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

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

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