

Discovery Holding CO
Form 4
June 17, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden 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 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MALONE JOHN C

(Last) (First) (Middle)

12300 LIBERTY BLVD.

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Discovery Holding CO [DISC]

3. Date of Earliest Transaction
(Month/Day/Year)

06/14/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman, CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Series A Common Stock	06/14/2008		M		\$ 6,667 14.67	598,423	D
Series A Common Stock	06/14/2008		F ⁽¹⁾		\$ 3,861 25.33	594,562	D
Series A Common Stock	06/14/2008		F ⁽²⁾		\$ 37,686 25.33	556,876	D
Series A Common						480,889 ⁽³⁾	I By Spouse

Edgar Filing: Discovery Holding CO - Form 4

Stock									
Series A Common Stock						1,217,920	I		By Trust <u>(4)</u>
Series A Common Stock						330	I		By Trust <u>(5)</u>
Series B Common Stock	06/14/2008		M	60,000	A	\$ 15.91	11,846,040	D	
Series B Common Stock						340,943	<u>(3)</u>	I	By Spouse

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

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.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pr Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 14.67	06/14/2008		M	6,667	<u>(6)</u> <u>(7)</u>	Series A Common Stock	6,667
Stock Option (Right to Buy)	\$ 15.91	06/14/2008		M	60,000	<u>(6)</u> <u>(7)</u>	Series B Common Stock	60,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: Discovery Holding CO - Form 4

Director 10% Owner Officer Other

MALONE JOHN C
12300 LIBERTY BLVD.
ENGLEWOOD, CO 80112
X X Chairman, CEO

Signatures

/s/ Craig Troyer,
Attorney-in-fact
06/17/2008

**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) The number of shares of Series A common stock disposed of in the transaction were delivered by the Reporting Person to the Issuer in satisfaction of the aggregate exercise price payable to the Issuer in connection with the Reporting Person's exercise of an option to acquire shares of the Issuer's Series A common stock.
(2) The number of shares of Series A common stock disposed of in the transaction were delivered by the Reporting Person to the Issuer in satisfaction of the aggregate exercise price payable to the Issuer in connection with the Reporting Person's exercise of an option to acquire shares of the Issuer's Series B common stock.
(3) The Reporting Person disclaims beneficial ownership of these shares owned by his spouse.
(4) The Reporting Person is the sole trustee of and, with his spouse, retains a unitrust interest in the trust.
(5) The Reporting Person is the sole trustee of and, with his spouse, retains a unitrust interest in the trust.
(6) The stock option vested as to all shares at 12:01 a.m. on June 14, 2008.
(7) The stock option expired as to all shares at 5:00 p.m. on June 14, 2008.

Remarks:

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

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.