

Edgar Filing: ON COMMAND CORP - Form 4

ON COMMAND CORP  
 Form 4  
 November 20, 2002

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 FORM 4  
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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		

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR TRANSFERRED						
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 Reporting Transaction (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 indirectly

\* 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 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 or Disposed (Instr. 4)
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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 Beneficial Ownership (Instr. 4)
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(Instr. 4)

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Title            Amount or  
                  Number of  
                  Shares

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Explanation of Responses:

(1) Of the 21,448,684 shares of Common Stock beneficially owned by the Reporting Person, 19,404,200 shares are owned by Ascent Entertainment Group, Inc., a Delaware corporation ("Ascent"), a wholly owned subsidiary of Liberty Media Corporation, a Delaware corporation. By virtue of its control of the Reporting Person, Liberty Media Corporation, a Delaware corporation, is to be a beneficial owner of the Common Stock covered hereby.

Liberty Satellite & Technology,

By: /s/ Kenneth G. Carroll

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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.