Discovery Holding CO Form 4 June 17, 2008

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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obligations

may continue.

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 See Instruction

1(b).

(Last)

(Print or Type Responses)

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

> (First) (Middle)

12300 LIBERTY BLVD.

(Street)

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)

\_X\_\_ 10% Owner \_X\_\_ Director X\_ Officer (give title \_\_ Other (specify below) Chairman, CEO

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

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

ENGLEWOOD, CO 80112

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			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)	
Series A Common Stock	06/14/2008		Code V M	Amount 6,667	(D)	Price \$ 14.67	598,423	D	
Series A Common Stock	06/14/2008		F <u>(1)</u>	3,861	D	\$ 25.33	594,562	D	
Series A Common Stock	06/14/2008		F(2)	37,686	D	\$ 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
Series A Common Stock						330	I	By Trust (5)
Series B Common Stock	06/14/2008	M	60,000	A	\$ 15.91	11,846,040	D	
Series B Common Stock						340,943 (3)	I	By Spouse

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 Secu (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

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#### 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).
- The number of shares of Series A common stock disposed of in the transaction were delivered by the Reporting Person to the Issuer in (1) 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.
- The number of shares of Series A common stock disposed of in the transaction were delivered by the Reporting Person to the Issuer in (2) 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.

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