

**FORM 4**

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

OMB APPROVAL  
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Certares LTRIP LLC		2. Issuer Name and Ticker or Trading Symbol Liberty TripAdvisor Holdings, Inc. [LTRPA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) C/O CERTARES MANAGEMENT LLC, 350 MADISON AVENUE, 8TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 12/07/2021			
(Street) NEW YORK, NY 10017		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	(A) or (D)	Price			
Series A Common Stock	12/07/2021		M		31,518	A	\$ 0.00	69,634	I	See Footnote (2)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units-LTRPA	(3)	12/07/2021		M			31,518	12/07/2021	12/07/2021	Series A Common Stock	31,518	\$ 0	0	I	See Footnote (4)
Restricted Stock Units-LTRPA	(3)	12/07/2021		A		25,660		12/07/2022	12/07/2022	Series A Common Stock	25,660	\$ 0	25,660	I	See Footnote (4)

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Certares LTRIP LLC C/O CERTARES MANAGEMENT LLC 350 MADISON AVENUE, 8TH FLOOR NEW YORK, NY 10017	X			
FARMER COLIN MICHAEL 12300 LIBER ENGLEWOOD, CO 80112	X			
Clementine Investments LLC 12300 LIBER ENGLEWOOD, CO 80112	X			
Certares Holdings (Optional) LLC 350 MADISON AVENUE 8TH FLOOR NEW YORK, NY 10017	X			
Certares Holdings (Blockable) LLC 12300 LIBER ENGLEWOOD, CO 80112	X			
Certares Holdings LLC 12300 LIBER ENGLEWOOD, CO 80112	X			
Certares Management LLC 12300 LIBER ENGLEWOOD, CO 80112	X			
Pemrose Corp 12300 LIBER ENGLEWOOD, CO 80112	X			
OHara Michael Gregory C/O CERTARE 350 MADISON NEW YORK, NY 10017	X			

**Signatures**

/s/ Brittany A. Uthoff as Attorney-in-Fact for Certares LTRIP LLC	12/09/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Colin Farmer	12/09/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Clementine Investments LLC	12/09/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Certares Holdings (Optional) LLC	12/09/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Certares Holdings (Blockable) LLC	12/09/2021
<small>Signature of Reporting Person</small>	<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Certares Holdings LLC	12/09/2021

<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Certares Management LLC		12/09/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Pemrose Corp		12/09/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Brittany A. Uthoff as Attorney-in-Fact for Michael Gregory O'Hara		12/09/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

**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) Each restricted stock unit converted into one share of Series A Common Stock.
- (2) Reflects securities held by M. Gregory O'Hara, an employee of Certares Management LLC or one of its affiliates, and a member of the board of directors of the Issuer. Pursuant to policies of Certares Management LLC and its affiliates (collectively, "Certares"), Mr. O'Hara holds such securities for the Reporting Persons.
- (3) Each restricted stock unit represents a contingent right to receive one share of Series A Common Stock.
- (4) Reflects a grant made to M. Gregory O'Hara, an employee of Certares Management LLC or one of its affiliates, and a member of the board of directors of the Issuer. Pursuant to policies of Certares Management LLC and its affiliates (collectively, "Certares"), Mr. O'Hara holds such securities for the Reporting Persons.

**Remarks:**  
 Exhibit 24 - Power of Attorney. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Rule 16a-1(a)(4).

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Michael E. Hurelbrink, Katherine C. Jewell, Craig Troyer, Brittany A. Uthoff, Renee L. Wilm, Linda K. Boyle, Ruth M. Huff, and Erica K. Kaiser, signing singly, as the undersigned's true and lawful attorney-in-fact to:

1. Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
2. Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Liberty TripAdvisor Holdings, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of the Company;
3. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, and timely file such form or report with the SEC and any stock exchange or similar authority; and
4. Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Act of 1934, and the undersigned agrees to indemnify and hold harmless each of the attorneys-in-fact from any liability or expense based on or arising from any action taken pursuant to this Power of Attorney.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of April, 2021.

/s/ M. Gregory O'Hara

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M. Gregory O'Hara

/s/ M. Gregory O'Hara

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Certares Holdings, LLC  
By: Certares Management LLC

By: M. Gregory O'Hara  
Title: Founder and Senior Managing Director

/s/ M. Gregory O'Hara

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Certares Holdings (Blockable) LLC  
By: Certares Management LLC  
By: M. Gregory O'Hara  
Title: Founder and Senior Managing Director

/s/ M. Gregory O'Hara

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Certares Holdings (Optional) LLC  
By: Certares Management LLC  
By: M. Gregory O'Hara  
Title: Founder and Senior Managing Director

/s/ M. Gregory O'Hara

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Certares LTRIP LLC  
By: Certares Management LLC  
By: M. Gregory O'Hara  
Title: Founder and Senior Managing Director

/s/ M. Gregory O'Hara

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Certares Management LLC  
By: M. Gregory O'Hara  
Title: Founder and Senior Managing Director

/s/ M. Gregory O'Hara

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Clementine Investments LLC  
By: M. Gregory O'Hara  
Title: Managing Member

/s/ Colin Farmer

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Colin Farmer

/s/ Colin Farmer

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Pemrose Corporation  
By: Colin Farmer  
Title: President