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

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

GCI Liberty, Inc.
(Name of Issuer)
Class A Common Stock
(Title of Class of Securities)
36164V 305
(CUSIP Number)
Searchlight ALX L.P

c/o Searchight Capital Partners, L.P.
745 5th Avenue - 27th Floor
New York, NY 10151
Attention: Nadir Nurmohamed

(Name, Address and Telephone Number of Persons Authorized to Receive Notices and Communications)

March 8, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. \Box

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

All ownership percentages set forth herein are based on there being 104,301,038 shares of Common Stock outstanding.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 36164V 305 SCHEDULE 13D	Page 2 of 13
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NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
Searchlight ALX, L.P.					
СНЕСК ТН	E APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠		
SEC USE O	NLY				
SOURCE O	F FUN	DS			
00					
	X IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)			
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	9	SOLE DISPOSITIVE POWER			
Н		1,078,976			
	10	SHARED DISPOSITIVE POWER			
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AGGREGA'	TE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
1.078.976					
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
PERCENT (OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)			
1.03%					
TYPE OF R	EPOR'	TING PERSON			
PN					
	I.R.S. IDEN Searchlight A CHECK TH SEC USE O OO CHECK BO CITIZENSH Delaware R. OF ES IALLY Y EACH PERSON H AGGREGA' 1,078,976 CHECK BO PERCENT O 1.03% TYPE OF R	I.R.S. IDENTIFICA Searchlight ALX, I CHECK THE APP SEC USE ONLY SOURCE OF FUN OO CHECK BOX IF D CITIZENSHIP OR Delaware 7 R. OF ES ES IALLY Y EACH J PERSON H 10 AGGREGATE AN 1,078,976 CHECK BOX IF T PERCENT OF CL 1.03% TYPE OF REPOR	LR.S. IDENTIFICATION NO. OF ABOVE PERSON Searchlight ALX, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER 1,078,976 8 SHARED VOTING POWER 1ES IALLY Y EACH PRESON H 9 SOLE DISPOSITIVE POWER 1,078,976 10 SHARED DISPOSITIVE POWER 0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,078,976 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1,03% TYPE OF REPORTING PERSON		

1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Searchlight ALX GP, LLC					
2	СНЕСК ТН	E APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠		
3	SEC USE O	NLY				
4	SOURCE O	F FUN	DS			
	00					
5	4	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware					
		7	SOLE VOTING POWER			
			1,078,976			
NUMBE	ER OF	8	SHARED VOTING POWER			
SHAF BENEFIC	RES TIALLY		0			
OWNED B REPORTING		9	SOLE DISPOSITIVE POWER			
WIT			1,078,976			
		10	SHARED DISPOSITIVE POWER			
			0			
11	AGGREGA	TE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,078,976					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	1.03%					
14	TYPE OF REPORTING PERSON					
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	1					

1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	SC ALX, L.P.						
2	СНЕСК ТН	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠					
3	SEC USE O	NLY					
4	SOURCE O	F FUN	DS				
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5	4	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSH Delaware	IIP OR	PLACE OF ORGANIZATION				
		7	SOLE VOTING POWER				
			0				
NUMBE	ER OF	8	SHARED VOTING POWER				
SHAF BENEFIC	RES		1,078,976				
OWNED B REPORTING		9	SOLE DISPOSITIVE POWER				
WIT			0				
		10	SHARED DISPOSITIVE POWER				
			1,078,976				
11	AGGREGA	TE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,078,976						
12	СНЕСК ВО	X IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	1.03%						
14	TYPE OF R	EPOR'	TING PERSON				
	PN						

CUSIP No. 36164V 305	SCHEDULE 13D	Page 5 of 13
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1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	SC AIV AI	LX, L.F	2.			
2	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠				
3	SEC USE (SEC USE ONLY				
4	SOURCE O	OF FUI	NDS			
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5	CHECK BO	OX IF	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)			
6	CITIZENS	HIP OI	R PLACE OF ORGANIZATION			
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NUMBI SHAI BENEFIO	RES	8	SHARED VOTING POWER 1,078,976			
OWNED E Reporting Wit	SY EACH G PERSON	9	SOLE DISPOSITIVE POWER 0			
		10	SHARED DISPOSITIVE POWER 1,078,976			
11	AGGREGA	ATE Al	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,078,976					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	1.03%					
14	TYPE OF I	REPOR	RTING PERSON			
	PN					

CUSIP No. 36164V 305	SCHEDULE 13D	Page 6 of 13
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1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Searchlight Capital PV, L.P.					
2	CHECK TH	E APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠		
3	SEC USE O	NLY				
4	SOURCE O	F FUN	DS			
	00					
5		X IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)			
6	CITIZENSH	IP OR	PLACE OF ORGANIZATION			
	7 SOLE VOTING POWER					
			0			
NUMBI	ER OF	8	SHARED VOTING POWER			
SHAI BENEFIC	RES		1,078,976			
OWNED E REPORTING		9	SOLE DISPOSITIVE POWER			
WIT			0			
		10	SHARED DISPOSITIVE POWER			
			1,078,976			
11	AGGREGA'	ΓE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,078,976	1,078,976				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT (OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)			
	1.03%					
14	TYPE OF R	EPOR	TING PERSON	-		
	PN					

CUSIP No. 36164V 305	SCHEDULE 13D	Page 7 of 13
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1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Searchlight/SIP Holdco SPV VIII (ALX), L.P.					
2	_		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
				(b) ⊠		
3	SEC USE O	NLY				
4	SOURCE O	F FUN	DS			
	00					
5	CHECK BO	X IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)			
6	CITIZENSE	IIP OR	PLACE OF ORGANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
			0			
NUMBE		8	SHARED VOTING POWER			
SHAR BENEFIC	ALLY		1,078,976			
OWNED BY REPORTING		9	SOLE DISPOSITIVE POWER			
WIT	H		0			
		10	SHARED DISPOSITIVE POWER			
			1,078,976			
11	AGGREGA	TE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,078,976					
12	CHECK BO	X IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
1.4	1.03%	EDOE	TRUG PEDGOV			
14		EPOR	TING PERSON			
	PN					

CUSIP No. 36164V 305	SCHEDULE 13D	Page 8 of 13
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1		OF REPORTING PERSON OR DENTIFICATION NO. OF ABOVE PERSON						
	Searchlight Capital Partners GP, L.P.							
2	CHECK TH	(a) □ (b) ⊠						
3	SEC USE C	SEC USE ONLY						
4	SOURCE C	SOURCE OF FUNDS						
	00	00						
5		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware							
	Belaware	7	SOLE VOTING POWER					
			1,078,976					
NUMBE	R OF	8	SHARED VOTING POWER					
SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH			0					
		9	SOLE DISPOSITIVE POWER					
			1,078,976					
		10	SHARED DISPOSITIVE POWER					
			0					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	1,078,976	1,078,976						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □							
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	1.03%							
14	TYPE OF REPORTING PERSON							
	PN							

CUSIP No. 36164V 305	SCHEDULE 13D	Page 9 of 13
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1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Searchlight Capital Partners GP, LLC							
2	СНЕСК ТН	(a) □ (b) ⊠						
3	SEC USE C	SEC USE ONLY						
4	SOURCE OF FUNDS							
	00							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware							
		7	SOLE VOTING POWER					
NUMBER OF SHARES BENEFICIALLY			1,078,976					
		8	SHARED VOTING POWER					
			0					
OWNED B' REPORTING		9	SOLE DISPOSITIVE POWER					
WIT			1,078,976					
		10	SHARED DISPOSITIVE POWER					
			0					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	1,078,976							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES							
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	1.03%							
14	TYPE OF REPORTING PERSON							
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This Amendment No. 2 ("Amendment No. 2") to Schedule 13D amends and supplements the statement on Schedule 13D filed with the United States Securities and Exchange Commission (the "Commission") on October 13, 2016 (the "Statement"), relating to GCI Liberty, Inc., formerly known as General Communication, Inc., as amended by Amendment No. 1 filed with the Commission on February 26, 2018. Capitalized terms used herein without definition shall have the meaning set forth in the Statement.

On or about 4:01 p.m., New York City time, on Thursday, March 8, 2018, the Issuer effected the automatic conversion of its Class A-1 Common Stock and its Class B-1 Common Stock (the "Auto Conversion") in accordance with the terms of the Issuer's Amended and Restated Articles of Incorporation, pursuant to which holders of Class A-1 Common Stock and Class B-1 Common Stock received (i) 0.63 of a share of the Issuer's Class A Common Stock and (ii) 0.20 of a share of new GCI Liberty Series A Cumulative Redeemable Preferred Stock, in exchange for each share of their Class A-1 Common Stock and Class B-1 Common Stock. On or about 8:00 a.m., New York City time, on Friday, March 9, 2018, Liberty Interactive Corporation ("Liberty") acquired the Issuer through a reorganization in which certain assets and liabilities of Liberty's Ventures Group were contributed to the Issuer in exchange for a controlling interest in the Issuer (the "Contribution"). Following the completion of the Contribution at 4:01 p.m. New York City time, on Friday, March 9, 2018, Liberty completed the redemption of each outstanding share of Liberty Ventures Series A common stock and Liberty Ventures Series B common stock in exchange for one share of the corresponding class of the new Issuer common stock (the "Split-Off", and together with the GCI Reclassification, the Auto Conversion and the Contribution, the "Transactions"). Amendment No. 2 is being filed to report the changes to the Reporting Persons' beneficial ownership interest in the Issuer resulting from the Transactions and to terminate the Reporting Persons' reporting obligations with respect thereto.

Item 1. Security and Issuer.

Item 1 is hereby amended by replacing all references to "Class A-1 common stock" with "Class A Common Stock."

Item 2. Identity and Background.

No material change.

Item 3. Source or Amount of Funds or Other Consideration.

No material change.

Item 4. Purpose of Transaction.

No material change.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended by replacing all references to "5.2%" with "1.03%" and amending and restating paragraph (e) in its entirety to read as follows:

(e) This Amendment No. 2 is being filed to report the changes to the Reporting Persons' beneficial ownership interest in the Issuer resulting from the completion of the Transactions. The Reporting Persons ceased to be the beneficial owners of more than 5% of the Common Stock following the completion of the Transactions. Therefore, this Amendment No. 2 will constitute the final amendment to this Schedule 13D and an exit filing for the Reporting Persons, and will terminate the obligations of the Reporting Persons to further amend this Schedule 13D.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

No material change.

Item 7. Material to Be Filed as Exhibits.

No material change.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: March 13, 2018

Searchlight ALX, L.P.

By: Searchlight ALX GP, LLC,

its general partner

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

Searchlight ALX GP, LLC

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer
Title: Authorized Person

SC ALX, L.P.

By: Searchlight Capital Partners GP, L.P.,

its general partner

By: Searchlight Capital Partners GP, LLC, its general

partner

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

SC AIV ALX, L.P.

By: Searchlight Capital Partners GP, L.P.,

its general partner

By: Searchlight Capital Partners GP, LLC, its general

partner

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

Searchlight Capital PV, L.P.

By: Searchlight Capital Partners GP, L.P.,

its general partner

By: Searchlight Capital Partners GP, LLC, its general

partner

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

Searchlight/SIP Holdco SPV VIII (ALX), L.P.

By: Searchlight Capital Partners GP, L.P.,

its general partner

By: Searchlight Capital Partners GP, LLC, its general

nartne

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

Searchlight Capital Partners GP, L.P.

By: Searchlight Capital Partners GP, LLC, its general

partner

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person

Searchlight Capital Partners GP, LLC

By: /s/ Eric Zinterhofer

Name: Eric Zinterhofer Title: Authorized Person