

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 DUNCAN RONALD A		2. Issuer Name and Ticker or Trading Symbol GRIZZLY MERGER SUB 1, LLC [GLIBA]		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)	3. Date of Earliest Transaction (Month/Day/Year) 12/18/2020		
12300 LIBERTY BOULEVARD			4. If Amendment, Date Original Filed (Month/Day/Year)		
(Street)					
ENGLEWOOD, CO 80112			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)			(State)		
(Zip)					

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	(A) or (D)	Price			
Series A Common Stock	12/18/2020		D		618,484 (1)	D	\$ 0 (2)	0	D	
Series A Cumulative Redeemable Preferred Stock	12/18/2020		D		351,738 (3)	D	\$ 0 (4)	0	D	
Series A Common Stock	12/18/2020		D		151,206	D	\$ 0 (2)	0	I	By 560 Company, Inc.
Series A Cumulative Redeemable Preferred Stock	12/18/2020		D		99,322	D	\$ 0 (4)	0	I	By 560 Company, Inc.
Series A Common Stock	12/18/2020		D		100,000	D	\$ 0 (2)	0	I	By GRAT - Ron Duncan 2017
Series A Common Stock	12/18/2020		D		12,600	D	\$ 0 (2)	0	I	By Missy, LLC (5)
Series A Cumulative Redeemable Preferred Stock	12/18/2020		D		4,000	D	\$ 0 (4)	0	I	By Missy, LLC (5)
Series A Common Stock	12/18/2020		D		46,828	D	\$ 0 (2)	0	I	By Spouse (6)
Series A Cumulative Redeemable Preferred Stock	12/18/2020		D		18,041	D	\$ 0 (4)	0	I	By Spouse (6)

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

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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 - GLIBA	(7)	12/18/2020		D		56,134		01/05/2023	01/05/2023	Series A Common Stock	56,134	\$ 0 (8)	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNCAN RONALD A 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X			

Signatures

/s/ Craig Troyer as Attorney-in-Fact for Ronald A. Duncan	12/22/2020
<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) Includes 3,420 shares of Series A common stock previously reported as indirectly held by the reporting person's 401(k) Savings Plan.
- (2) Pursuant to the terms of the Merger Agreement (as defined in the Remarks section), each share of the Issuer's Series A common stock was converted into the right to receive 0.580 of a share of Parent's (as defined in the Remarks section) Series C common stock.
- (3) Includes distributions to the reporting person of: (a) 13,564 shares of Series A Cumulative Redeemable Preferred Stock previously reported as indirectly held by the grantor retained annuity trust; and (b) 581 shares of Series A Cumulative Redeemable Preferred Stock previously reported as indirectly held by the grantor retained annuity trust.
- (4) Pursuant to the terms of the Merger Agreement, each share of the Issuer's Series A Cumulative Redeemable Preferred Stock was converted into the right to receive 1 share of Parent's newly issued Series A Cumulative Redeemable Preferred Stock.
- (5) A limited liability company, of which the reporting person is the managing and sole member, has a 25% ownership interest in Missy, LLC; his spouse has a 25% ownership interest in Missy, LLC; and his adult daughter holds the remaining 50% ownership interest in Missy, LLC. Acc
- (6) The reporting person disclaims beneficial ownership of these shares owned by his spouse.
- (7) Each restricted stock unit represents a contingent right to receive one share of Series A Common Stock.
- (8) Pursuant to the terms of the Merger Agreement, each outstanding award of restricted stock units ("RSUs") with respect to the Issuer's Series A common stock (an "Original RSU") was converted into an award of RSUs with respect to Parent's Series C common stock equal to the number of Original RSUs.

Remarks:
Pursuant to the Agreement and Plan of Merger, dated August 6, 2020 (the "Merger Agreement"), by and among the Issuer, Liberty Broadband Corporation ("Parent"), Grizzly Merger Sub 1, LLC, a Delaware limited liability company and

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.