As filed with the Securities and Exchange Commission on February 15, 1995

SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

AMENDMENT NO. 20
to
SCHEDULE 14D-1(*)

Tender Offer Statement Pursuant to Section 14(d)(1)
of the Securities Exchange Act of 1934

QVC, INC.
(Name of Subject Company)

QVC PROGRAMMING HOLDINGS, INC.
COMCAST CORPORATION
TELE-COMMUNICATIONS, INC.
(Bidders)

Common Stock, $.01 Par Value Per Share
(Title of Class of Securities)

747262 10 3
(CUSIP Number of Class of Securities)

Stanley L. Wang	Stephen M. Brett
Comcast Corporation	Tele-Communications, Inc.
1500 Market Street	5619 DTC Parkway
Philadelphia, PA 19102	Englewood, CO 80111
(215) 665-1700	(303) 267-5500

(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications on Behalf of Bidder)

Copies to:

Dennis S. Hersch	Frederick H. McGrath
Davis Polk & Wardwell	Baker & Botts, L.L.P.
450 Lexington Avenue	885 Third Avenue
New York, NY 10017	New York, NY 10022
(212) 450-4000	(212) 705-5000

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* This Statement also constitutes Amendment No. 21 to the Schedule 13D filed by Tele-Communications, Inc. and Amendment No. 42 to the Schedule 13D filed by Comcast Corporation in each case with respect to the securities of the Subject Company.

QVC Programming Holdings, Inc., Comcast Corporation and Tele-Communications, Inc. hereby amend and supplement their Tender Offer Statement on Schedule 14D-1 filed with the Securities and Exchange Commission on August 11, 1994 (as previously amended and supplemented, the "Schedule 14D-1") with respect to Bidders' Offer to Purchase for cash all outstanding shares of Common Stock and Preferred Stock of the Company.

Information contained in the Schedule 14D-1 as hereby amended and supplemented with respect to Comcast, Liberty, TCI and the Purchaser and their respective executive officers, directors and controlling persons is given solely by such person, and no other person has responsibility for the accuracy or completeness of information supplied by such other persons.

Capitalized terms used but not defined herein have the meaning assigned to them in the Offer to Purchase, the Supplement and the Schedule 14D-1.

Item 6. Interest in Securities of the Subject Company

(a) and (b) The information set forth under "Introduction", "Special Factors -- Background of the Transaction", "Interests of Certain Persons in the Transaction" and "The Tender Offer--5. Price Range of Shares; Dividends," " -- 7. Certain Information Concerning the Purchaser and the Parent Purchasers" in the Offer to Purchase and "Introduction" and "Certain Information Concerning the Purchaser and the Parent Purchasers" in the Supplement is hereby amended and supplemented to include the information set forth in Item 7 and Item 10 of this Amendment.

Item 7. Contracts, Arrangements, Understandings or Relationships With Respect to the Subject Company's Securities.

The information set forth under "Introduction", "Special Factors - -- Background of the Transaction," "-- Plans for the Company After the Merger," "-- Interests of Certain Persons in the Transaction," "-- The Merger Agreement" and "The Tender Offer -- 7. Certain Information Concerning the Purchaser and the Parent Purchasers" in the Offer to Purchase and "Introduction" and "Certain Information Concerning the Purchaser and the Parent Purchasers" in the Supplement is hereby amended and supplemented to include the information set forth in Item 10 of this Amendment and to include the following information:

Item 10. Additional Information.

(f) The information set forth under "Introduction", "Special Factors -- Plans for the Company After the Merger," and "-- The Merger Agreement" in the Offer to Purchase is hereby amended and supplemented to include the following information:

On February 15, 1995, Comcast and TCI issued a press release in which they announced that the Merger has been consummated. Immediately following the Merger, Comcast and Liberty owned approximately 57.4% and 42.6%, respectively, of the Surviving Corporation. Following the merger, the Common Shares will cease to be traded on the NASDAQ Stock Market. Stockholders holding Shares not previously tendered will be contacted prior to February 25, 1995 by The Bank of New York, as Exchange Agent, with instructions regarding the exchange of such shares.

A copy of the press release of Comcast and TCI relating to the foregoing is attached hereto as Exhibit 99.a and is hereby incorporated herein by reference, and the foregoing description is qualified in its entirety by reference to such Exhibit.

Item 11. Material to be Filed as Exhibits.

99.a(32) -- Text of Press Release issued by Comcast and TCI on February 15, 1995.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 15, 1995

QVC PROGRAMMING HOLDINGS, INC.

By: /s/ Julian A. Brodsky
Name: Julian A. Brodsky
Title: Vice Chairman

COMCAST CORPORATION

By: /s/ Julian A. Brodsky
Name: Julian A. Brodsky
Title: Vice Chairman

TELE-COMMUNICATIONS, INC.

By: /s/ Stephen M. Brett
Name: Stephen M. Brett
Title: Executive Vice President

EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
99.a(32)	Text of Press Release issued by Comcast and TCI on February 15, 1995.	_

Exhibit 99.a(32)

FOR IMMEDIATE RELEASE

QVC MERGER IS CONSUMMATED

Philadelphia, PA and Englewood, CO -- February 15, 1995: Comcast Corporation and Tele-Communications, Inc. announced today the consummation of the merger of QVC Programming Holdings, Inc., the acquisition vehicle jointly owned by Comcast and Liberty Media Corporation, a wholly-owned subsidiary of TCI, with and into QVC, Inc. Immediately following the merger, Comcast and Liberty will own approximately 57.4% and 42.6%, respectively, of QVC. Following the merger, QVC stock will cease to be traded on the Nasdaq Stock Market. Stockholders holding shares of QVC stock not previously tendered will be contacted prior to February 25, 1995 by The Bank of New York, as Exchange Agent, with instructions regarding the exchange of such shares.

Comcast Corporation is principally engaged in the development, management and operation of cable communications networks. Including the recently completed acquisition of Maclean Hunter's United States cable properties, Comcast's consolidated and prorated affiliated operations will serve approximately 3.4 million cable subscribers. Comcast provides cellular telephone services in the Northeast United States to markets encompassing a population in excess of 7.4 million. Comcast also has investments in cable programming, telecommunications systems, and international cable and telephony franchises.

Comcast's Class A and Class A Special Common Stock are traded on the Nasdaq Stock Market under the symbols CMCSA and CMCSK, respectively.

Liberty is a wholly-owned subsidiary of Tele-Communications, Inc., which holds interests in several national cable programming networks. TCI is the United States' largest cable television operator, serving 11.7 million customers in 48 states, Puerto Rico and the District of Columbia.

Tele-Communications, Inc. is traded in the Nasdaq National Market with Class A and Class B Common Stock and Class B Preferred Stock trading separately under the symbols of TCOMA, TCOMB and TCOMP, respectively.

FOR FURTHER INFORMATION CONTACT:

Comcast Corporation

William E. Dordelman	Kathleen B. Jacoby
Assistant Treasurer	Director of Investor Relations
(215) 981-7550	(215) 981-7392

Tele-Communications, Inc.

Steve Smith	Vivian Carr
Investor Relations	Liberty Media
(303) 267-5048	(303) 721-5406

Lela Cocoros
TCI Media Relations
(303) 267-5273