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

| OMB APPROVAL        |           |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |
| Estimated average b | ourden    |  |  |  |  |  |
| hours per response  | 0.5       |  |  |  |  |  |

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

| 1. Name and Address of Reporting Person* KORKOWSKI ROBERT J |   |  | 2. Issuer Name and Ticker or Trading Symbol VALUEVISION MEDIA INC [VVTV] |   |  |  |  |   |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner   |  |                                 |  |   |  |
|---|---|--|--|---|--|--|--|---|--|--|--|---------------------------------|--|---|--|
| (Last) (First) (Middle)<br>15802 NURSERY DRIVE              |   |  |  | 3. Date of Earliest Transaction (Month/Day/Year) 01/20/2004 |  |  |  |   |  |  | Officer (give  | e title below)                  | Ot   | her (specify be   | ow)  |
| (Street) MINNETONKA, MN 55345                               |   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                     |   |  |  |  |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person |  |                                 |  |   |  |
| (City) (State) (Zip)  |   |  |  | Table I - Non-Derivative Securities Acqu                    |  |  |  |   |  | s Acquire  | L<br>tired, Disposed of, or Beneficially Owned               |                                 |  |   |  |
| (Instr. 3) Date   |   | 2. Transaction<br>Date<br>(Month/Day/Year) | /   ·  |   | (Instr. 8  | (A) or Dispose   |  | isposed o   | of (D) O   | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s)   |  | 6.<br>Ownership<br>Form:        | Beneficial   |   |  |
|   |   |  |  | (Month/Day/Year)  |  | Code   | V  | Amount  | (A) or<br>(D)  | Price  |  |                                 | Direct (D) C<br>or Indirect<br>(I)<br>(Instr. 4)   | Ownership<br>(Instr. 4)   |  |
| Common  | Stock   |  | 01/20/2004   |   |  | G  | V  | 3,200   | D  | \$ 0 13  | 38,311   |                                 |  | D   |  |
| Common  | Stock   |  | 03/01/2004   |   |  | M  |  | 12,500  | I A  | \$<br>4.563  | 150,811  |                                 |  | D   |  |
| Reminder:   | Report on a s   | separate line for each                     | n class of securities l  | beneficially (  | owned  | directly o   | Perso<br>in thi  | ons who   | are not r  | equired to   | collection of to respond B control n                         | unless the                      |  | ned SEC   | 1474 (9-02)                                |
| Reminder: 1   | Report on a s   | separate line for each                     | Table II -   | Derivative  | Securit  | ties Acqu  | Perso<br>in thi<br>displanting   | ons who<br>s form a<br>ays a cu                   | are not rurrently  | equired to<br>valid OMI<br>eficially Ov  | to respond<br>B control n                                    | unless the                      |  | ned SEC   | 1474 (9-02)                                |
| 1. Title of<br>Derivative<br>Security                       | 2.<br>Conversion  | 3. Transaction                             | Table II -  3A. Deemed Execution Date, if                                | Derivative (e.g., puts, of 4. Transaction Code              | Securit<br>calls, w<br>5. Nu<br>of De<br>Secur<br>Acqu<br>or Dis   | ties Acquarrants, umber crivative rities iired (A) sposed (b) : 3, 4,    | Perso<br>in thi<br>displanation displanation displ | sposed of<br>convertice<br>exercisable<br>on Date | are not r<br>urrently<br>f, or Bend<br>ble secur<br>le and | equired to<br>valid OMI<br>eficially Ov<br>ities)  | to respond<br>B control n<br>wned<br>nd Amount<br>lying<br>s | unless the<br>umber.            | 9. Number<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction | of 10. Owners Form of Derivat Securit Direct or India (s) (I)       | ship of India Benefic ive Owners (Instr. 4 |
| 1. Title of<br>Derivative<br>Security                       | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Transaction Date                        | Table II -  3A. Deemed Execution Date, if any                            | Derivative (e.g., puts, of 4. Transaction Code              | Securiticalls, w  5. Nu  1 of De Securitical Securitics Securitical Securitics Securitical Securitics Securities Securitics Securities Securitics Securities Sec | ties Acquarrants, unber crivative rities iired (A) sposed () : 3, 4, (i) | Perso<br>in thi<br>displanted, Dis<br>options,<br>6. Date E<br>Expiration  | expired Expire                                    | re not r<br>urrently<br>f, or Bene<br>ble secur<br>le and  | equired to valid OME eficially Ovities)  7. Title ar of Underl Securities  | to respond<br>B control n<br>wned<br>nd Amount<br>lying<br>s | 8. Price of Derivative Security | 9. Number<br>Derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported                 | of 10.<br>Owner:<br>Form o<br>Derivat<br>Securit<br>Direct or India | ship of India Benefic ive Owners (Instr. 4 |

| D. C. O. W. V.  | Relationships |              |         |       |  |  |
|---|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address                                    | Director      | 10%<br>Owner | Officer | Other |  |  |
| KORKOWSKI ROBERT J<br>15802 NURSERY DRIVE<br>MINNETONKA, MN 55345 | X             |              |         |       |  |  |

## **Signatures**

| /s/Peter J. Ekberg, attorney-in-fact | 03/02/2004 |
|--------------------------------------|------------|
| 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)
- (1) Options vest on the earlier of the 8th anniversary of the date of grant or the satisfaction of certain performance provisions.

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.