

Palkovic Michael W  
 Form 3  
 November 24, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Palkovic Michael W		(Month/Day/Year)	DIRECTV [DTV]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		11/19/2009		
C/O DIRECTV,Â 2230 EAST IMPERIAL HIGHWAY			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
EL SEGUNDO,Â CAÂ 90245			Exec. VP	
(City)	(State)	(Zip)	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	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	12,511 <sup>(1)</sup> <sup>(2)</sup>	I	401(K)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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## Edgar Filing: Palkovic Michael W - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	02/25/2003	02/26/2010	Class A Common Stock	24,000 <sup>(3)</sup> <sub>(4)</sub>	\$ 41.0634	D	Â
Stock Option (right to buy)	12/18/2003	06/02/2010	Class A Common Stock	45,000 <sup>(3)</sup> <sub>(4)</sub>	\$ 34.0134	D	Â
Stock Option (right to buy)	12/18/2003	02/02/2011	Class A Common Stock	32,000 <sup>(3)</sup> <sub>(4)</sub>	\$ 27.37	D	Â
Stock Option (right to buy)	12/18/2003	02/02/2011	Class A Common Stock	24,000 <sup>(3)</sup> <sub>(4)</sub>	\$ 20.45	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Palkovic Michael W C/O DIRECTV 2230 EAST IMPERIAL HIGHWAY EL SEGUNDO, CA 90245	Â	Â	Â Exec. VP	Â

## Signatures

Jan Williaamson,  
Attorney-in-Fact

11/23/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Shares held in trust by State Street Bank and Trust Company, as Trustee of the DIRECTV Thrift and Savings Plan as of November 19, 2009. Shares owned pursuant to Rule 16b-3 exempt employee savings plan.
- (2) Pursuant to the Agreement and Plan of Merger, dated as of May 3, 2009 as amended, by and among The DIRECTV Group, Inc. ("DIRECTV Group"), Liberty Media Corporation, Liberty Entertainment, Inc. ("LEI"), DIRECTV, DTVG One, Inc. and DTVG Two, Inc., the holders of outstanding shares of DIRECTV Group common stock (other than direct or indirect subsidiaries of LEI) received one share of DIRECTV Class A common stock for each share of DIRECTV Group common stock held.
- (3) Employee stock option granted pursuant to Rule 16b-3 qualified Hughes Electronics Corporation Incentive Plan.
- (4) Pursuant to the Merger Agreement, each option to purchase shares of DIRECTV Group common stock that was outstanding immediately prior to the effective time of the mergers was converted into an option to purchase the same number of shares of DIRECTV Class A common stock on the same terms and conditions (including applicable vesting requirements and any accelerated vesting thereof) as applied to each such DIRECTV Group option immediately prior to the effective time of the mergers.

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.