## Edgar Filing: WHITE MICHAEL D - Form 5

WHITE M Form 5										
February 1										
FOR	M 5							-	PPROVAL	
Check t	<b>UNITED</b> nis box if	STATES		URITIES AND EXCHANGE COMMISSION Vashington, D.C. 20549				N OMB Number:	3235-0362	
no longe	er subject		***	ishington, i	<b>D.C. 20</b> 3 <sup>.</sup>	•		Expires:	January 31, 2005	
5 obligations <b>OW</b> may continue.				EMENT OF CHANGES IN BENEFICIAL					Estimated average burden hours per response 1.0	
See Inst 1(b). Form 3 Reporte Form 4 Transac Reporte	Filed pu <sup>Holdings</sup> Section 17 d	(a) of the l	Public U		ng Comp	oany Act c		on		
WHITE MICHAEL D			2. Issuer Name <b>and</b> Ticker or Trading Symbol DIRECTV [DTV]			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended			(Check all applicable)				
			(Month/Day/Year) 12/31/2010			_X_ Director 10% Owner _X_ Officer (give title Other (specify				
C/O DIRECTV, 2230 EAST IMPERIAL HIGHWAY								below)	below)	
				l(Month/Day/Year)			bint/Group Reporting k applicable line)			
FL SEGU	NDO, CA 902	45								
							_X_ Form Filed by Form Filed by Person	One Reporting I More than One F		
(City)	(State)	(Zip)	Tal	ole I - Non-De	rivative So	ecurities Ac	quired, Disposed o	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)	4. Securit Acquired Disposed (Instr. 3, - Amount	(A) or of (D)	of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
securities beneficially owned directly or indirectly.					•				SEC 2270 (9-02)	
	Tab			curities Acqui ls, warrants, c			Beneficially Owned courities)	l		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)					
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Stock Option (right to buy)	\$ 33.74	01/04/2010	Â	A4	1,011,100	Â	( <u>1)</u>	01/04/2020	Class A Common Stock	1,01

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
WHITE MICHAEL D C/O DIRECTV 2230 EAST IMPERIAL HIGHWAY EL SEGUNDO, CA 90245	ÂX	Â	Chairman, President and CEO	Â			
Signatures							
Janet L. Williamson, Attorney-in-fact	02/14/2011						

Date

\*\*Signature of Reporting Person

## **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 in three-year installments vesting on each of December 31, 2010, 2011 and 2012.

(2) Employee stock option granted pursuant to Rule 16b-3 qualified Incentive Plan (The DIRECTV Group, Inc. Amended and Restated 2004 Stock Plan).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.