

DIRECTV GROUP INC
Form 4
April 04, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
LIBERTY MEDIA CORP

2. Issuer Name and Ticker or Trading Symbol
DIRECTV GROUP INC [DTV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
12300 LIBERTY BLVD.

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/02/2008

____ Director 10% Owner
____ Officer (give title below) ____ Other (specify below)

ENGLEWOOD, CO 80112

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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)
Common Stock	04/02/2008		P	78,300,000 A	\$ 25.25 548,720,752	I	By wholly-owned Subsidiary

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

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Call option (obligation to sell)	\$ 28.3292	04/02/2008		S/K ⁽¹⁾		1		12/30/2009	12/30/2009	Common Stock	22,500,0
Put option (right to sell)	\$ 22.8891	04/02/2008		P/K ⁽¹⁾		1		12/30/2009	12/30/2009	Common Stock	22,500,0
Call option (obligation to sell)	\$ 29.2069	04/02/2008		S/K ⁽¹⁾		1		07/14/2010	07/14/2010	Common Stock	17,500,0
Put option (right to sell)	\$ 20.9272	04/02/2008		P/K ⁽¹⁾		1		07/14/2010	07/14/2010	Common Stock	17,500,0
Call option (obligation to sell)	\$ 30.329	04/02/2008		S/K ⁽¹⁾		1		01/26/2011	01/26/2011	Common Stock	12,500,0
Put option (right to sell)	\$ 22.8891	04/02/2008		P/K ⁽¹⁾		1		01/26/2011	01/26/2011	Common Stock	12,500,0
Call option (right to sell)	\$ 31.519	04/02/2008		S/K ⁽¹⁾		1		08/10/2011	08/10/2011	Common Stock	15,000,0
Put option (right to sell)	\$ 20.9272	04/02/2008		P/K ⁽¹⁾		1		08/10/2011	08/10/2011	Common Stock	15,000,0
Call option (obligation to sell)	\$ 32.7299	04/02/2008		S/K ⁽¹⁾		1		02/15/2012	02/15/2012	Common Stock	17,500,0
Put option (right to sell)	\$ 22.8891	04/02/2008		P/K ⁽¹⁾		1		02/15/2012	02/15/2012	Common Stock	17,500,0
Call option (obligation to sell)	\$ 33.2471	04/02/2008		S/K ⁽¹⁾		1		08/29/2012	08/29/2012	Common Stock	25,000,0

