FORM	4
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Check this box if no
longer subject to Section
16. Form 4 or Form 5
obligations may
continue. See Instruction
1(b).

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

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)											
1. Name and Address of Re LIBERTY MEDIA CO	1 0	2. Issuer Name an DIRECTV GRO			· ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
12300 LIBERTY BLV	(First) VD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/02/2008						Officer (give title below) Oth	ner (specify belo	ow)
ENGLEWOOD, CO 8	4. If Amendment, I	Date Origina	l File	d(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)	(Zip)		Table	l - No	n-Derivative S	ecuritie	uired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)			Execution Date, if			· · · · · · · · · · · · · · · · · · ·	6. Ownership Form:	7. Nature of Indirect Beneficial			
			(Month/Day/Year)	Code	V	V Amount (A) or (D) Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock		04/02/2008		Р		78,300,000	А	\$ 25.25	548,720,752	Ι	By wholly- owned Subsidiary

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)		5. Num of Deriv Secu Acqu (A) c Dispo of (D (Instr 4, an	vative rities ired r osed) : 3,	Expiration Date (Month/Day/Year) e		Underlying Securities (Instr. 3 and 4)		Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 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	22,500,000	\$ 48,807,100	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 22.8891	04/02/2008		P/K <mark>(1)</mark>		1		12/30/2009	12/30/2009	Common Stock	22,500,000	\$ 51,805,200	1	Ι	By wholly- owned Subsidiary
Call option (obligation to sell)	\$ 29.2069	04/02/2008		S/K ⁽¹⁾			1	07/14/2010	07/14/2010	Common Stock	17,500,000	\$ 39,136,700	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 20.9272	04/02/2008		P/K <mark>(1)</mark>		1		07/14/2010	07/14/2010	Common Stock	17,500,000	\$ 33,951,300	1	Ι	By wholly- owned Subsidiary
Call option (obligation to sell)	\$ 30.329	04/02/2008		S/K ⁽¹⁾			1	01/26/2011	01/26/2011	Common Stock	12,500,000	\$ 33,031,500	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 22.8891	04/02/2008		P/K ⁽¹⁾		1		01/26/2011	01/26/2011	Common Stock	12,500,000	\$ 37,452,000	1	Ι	By wholly- owned Subsidiary

Call option (right to sell)	\$ 31.519	04/02/2008	S/K ⁽¹⁾		1	08/10/2011	08/10/2011	Common Stock	15,000,000	\$ 42,412,300	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 20.9272	04/02/2008	P/K ⁽¹⁾	1		08/10/2011	08/10/2011	Common Stock	15,000,000	\$ 39,463,300	1	Ι	By wholly- owned Subsidiary
Call option (obligation to sell)	\$ 32.7299	04/02/2008	S/K ⁽¹⁾		1	02/15/2012	02/15/2012	Common Stock	17,500,000	\$ 50,740,100	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 22.8891	04/02/2008	P/K ⁽¹⁾	1		02/15/2012	02/15/2012	Common Stock	17,500,000	\$ 59,012,400	1	Ι	By wholly- owned Subsidiary
Call option (obligation to sell)	\$ 33.2471	04/02/2008	S/K ⁽¹⁾		1	08/29/2012	08/29/2012	Common Stock	25,000,000	\$ 79,788,900	1	Ι	By wholly- owned Subsidiary
Put option (right to sell)	\$ 20.9272	04/02/2008	P/K ⁽¹⁾	1		08/29/2012	08/29/2012	Common Stock	25,000,000	\$ 72,232,400	1	Ι	By wholly- owned Subsidiary

Reporting Owners

		Relations	nips	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
LIBERTY MEDIA CORP 12300 LIBERTY BLVD. ENGLEWOOD, CO 80112		Х		

Signatures

By: /s/ Craig Troyer, Vice President	04/04/2008
***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).
- The Reporting Person entered into a "zero-cost collar" arrangement with a financial institution pursuant to which the Reporting Person wrote a series of covered call options and purchased a series of (1) put options. Only one of the options can be in the money on an expiration date, at which time the in-the-money option will be exercised (and settled for cash), and the other option will expire. If neither option is in the money on the expiration date, both options will expire. The premiums received and paid in respect of all of the options net to zero.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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