

DIRECTV

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/24/12

Address	2230 E. IMPERIAL HIGHWAY EL SEGUNDO, CA 90245
Telephone	310-964-0724
CIK	0001465112
Symbol	DTV
SIC Code	4899 - Communications Services, Not Elsewhere Classified
Industry	Broadcasting & Cable TV
Sector	Services
Fiscal Year	12/31

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

DIRECTV

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Commencing April 25, 2012, DIRECTV sent the following communication to certain of its stockholders:

To: Addressee

From: Larry Hunter
Executive Vice President and General Counsel

Re: *Please vote* your DIRECTV shares for the Annual Stockholder Meeting.

Deadline is April 30 You recently should have received a follow-up email of the notice advising you how to instruct the Trustee on voting the shares of DIRECTV stock held on your behalf in the DIRECTV Stock Fund of the DIRECTV 401(k) Savings Plan (“Savings Plan”). If you have already voted, then you don't need to do anything else and you can disregard this email. If you haven't, then you have less than a week to act. To assure that those shares are voted the way you want, you must provide specific instructions to the Savings Plan Trustee no later than 11:59 p.m., Eastern Time, on Monday, April 30, 2012.

Voting Materials The Company's 2012 Proxy Statement and Annual Report are available on-line at www.proxyvote.com and at www.directv.com/investor. Those materials have been made available in connection with the Company's 2012 Annual Stockholders' Meeting on May 3, 2012. *But, the next step is up to you.*

Please vote There are three ways that you can instruct the Trustee:

- (1) you can complete a proxy card on-line at www.proxyvote.com;
- (2) you can give your proxy by phone at 1-800-690-6903; or
- (3) you can mark a proxy card and mail it in the envelope provided (if you requested a hard copy of the proxy statement and proxy card).

The email notice you received provides the control number that you will need to submit your instructions. Your instructions and vote will be kept private.

Please vote by April 30 Our Board of Directors has made a recommendation on each of the matters to be voted on by our stockholders. We urge you to carefully review the matters presented and encourage you to instruct the Trustee to vote your shares as recommended by our Board. Please act quickly so that you do not miss the deadline.