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NEWS COR	Р										
Form 4 August 06, 2	010										
FORM			SECU	DITIEC			COMMISSIO	NT	PPROVAL		
	UNITED	SIAIES			AND EXC , D.C. 205		COMMISSIO	N OMB Number:	3235-0287		
Check thi if no long	or						Expires:	January 31, 2005			
subject to STATEMENT OF CHANGES IN BENEFICIAL (Section 16. SECURITIES Form 4 or								Estimated burden ho response	d average ours per		
Form 5 obligation may cont <i>See</i> Instru 1(b).	inue. Section 17((a) of the l	Public U	Itility Hol		pany Act	nge Act of 1934, of 1935 or Secti 940				
(Print or Type F	Responses)										
MURDOCH KEITH RUPERT Syml				2. Issuer Name and Ticker or Trading Symbol NEWS CORP [NWS]			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		of Earliest T	-		(Check all applicable)				
(Month/I				onth/Day/Year)			below)	XOfficer (give titleOther (specify			
(Street) 4. If Amendme Filed(Month/Da								Joint/Group Filing(Check			
NEW YORI	K, NY 10036		1	,	- /		_X_ Form filed by	y One Reporting F More than One R			
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivative S	ecurities A	cquired, Disposed	of, or Beneficia	ally Owned		
	2. Transaction Date (Month/Day/Year)		Date, if	Code	4. Securitie: nAcquired (A Disposed of (Instr. 3, 4 a	A) or f (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V		or D) Price	(Instr. 3 and 4)				
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	ficially owne	d directly o	or indirectly.				
					informa require	ation cont d to respo s a currei	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab	le II - Deriv	vative Sec	curities Acq	uired, Dispo	osed of, or	Beneficially Owne	d			

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Cash-settled restricted share units	<u>(1)</u>	08/04/2010		А	309,160	(2)	(2)	Class A Common Stock	309,160

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MURDOCH KEITH RUPERT C/O NEWS AMERICA INCORPORATED 1211 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Х		Chairman and CEO				
Signatures							
/s/ Laura O'Leary, as Attorney-in-Fact for Ke Murdoch	rt	08/06/2010					
**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).
- (1) 1-for-1
- (2) The cash-settled restricted share units will vest in four, equal annual installments beginning on August 15, 2010 and shall be paid in cash upon vesting.
- (3) The recipient did not pay cash or other consideration for the award of cash-settled restricted share units.

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.