Knight Andrew Form 4	,										
October 03, 200	08										
FORM	Л	STATES		RITIES A shington,			E COMMISSIO		PPROVAL 3235-0287		
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instructi 1(b).	<b>STATEN</b> Filed pur e. Section 17(	rsuant to S (a) of the 3	F CHAN Section 1 Public U	NGES IN SECUR 16(a) of the Itility Hole	BENEF ITIES e Securi ling Cor	<b>ICIAL O'</b> ties Excha	WNERSHIP OF nge Act of 1934, of 1935 or Secti 940	Expires: Estimated burden hou response	urs per		
(Print or Type Resp	ponses)										
1. Name and Address of Reporting Person <u>*</u> Knight Andrew			2. Issuer Name <b>and</b> Ticker or Trading Symbol NEWS CORP [NWS]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)				
C/O NEWS AI INCORPORA' OF THE AME	TED, 1211 AV	VENUE	(Month/I 10/01/2	Day/Year) 2008			X Director Officer (giv below)		% Owner her (specify		
				ed(Month/Day/Year) Applicable Line) _X_ Form filed by			oint/Group Filing(Check				
NEW YORK,	NY 10036						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-D	erivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	Fransaction Date onth/Day/Year)	Execution any	Date, if	Transaction	Disposed (Instr. 3, 4	(A) or of (D)	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)		
Reminder: Report	on a separate line	e for each cl	ass of sec	urities benefi	icially ow	ned directly	or indirectly.				
					Perso inform requir	ons who res nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible	Beneficially Owner securities)	d			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities	Deriva

## Edgar Filing: Knight Andrew - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		y Ionth/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ed ed of	(Month/Day/Year)		(Instr. 3 and 4)		Securi (Instr.
				Code N	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units	<u>(1)</u>	10/01/2008		А	2,516		(2)	<u>(2)</u>	Class A Common Stock	2,516	\$ 11

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Knight Andrew C/O NEWS AMERICA INCORPORATED 1211 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Х					
Signatures						
/s/ Laura O'Leary as Attorney-in-Fact for An Knight	drew	10/	03/2008			
**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).
- (1) Each deferred stock unit represents the equivalent of one share of Class A Common Stock.
- (2) The deferred stock units become payable in cash upon the fifth anniversary of the grant date.

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.