NEWS CORP
Form 4
February 14, 2008

FORM 4

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

OMB APPROVAL

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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).

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 *
Paige Roderick R

(Last) (First) (Middle)

C/O NEWS AMERICA INCORPORATED, 1211 AVENUE OF THE AMERICAS

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
NEWS CORP [NWS]

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/12/2008		M		1,298	A	(1)	1,298	D	
Class A Common Stock	02/12/2008		D		1,298	D	$ 19.37	0	D	
Class A Common Stock	02/12/2008		M		1,291	A	(1)	1,291	D	
Class A	02/12/2008		D		1,291	D	$	0	D	

Common Stock					19.37		
Class A Common Stock	02/12/2008	M	1,164	A	(1)	1,164	D
Class A Common Stock	02/12/2008	D	1,164	D	$ 19.37	0	D
Class A Common Stock	02/12/2008	M	1,073	A	(1)	1,073	D
Class A Common Stock	02/12/2008	D	1,073	D	$ 19.37	0	D
Class A Common Stock	02/12/2008	M	1,233	A	(1)	1,233	D
Class A Common Stock	02/12/2008	D	1,233	D	$ 19.37	0	D
Class A Common Stock	02/12/2008	M	1,171	A	(1)	1,171	D
Class A Common Stock	02/12/2008	D	1,171	D	$ 19.37	0	D
Class A Common Stock	02/12/2008	M	1,311	A	(1)	1,311	D
Class A Common Stock	02/12/2008	D	1,311	D	$ 19.37	0	D

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pric Deriva Securi (Instr.

	Derivative Security			(A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units	(2)	02/12/2008	M			1,298	(3)	(3)	Class A Common Stock	1,298	(1
Deferred Stock Units	(2)	02/12/2008	M			1,291	(3)	(3)	Class A Common Stock	1,291	(1
Deferred Stock Units	(2)	02/12/2008	M			1,164	(3)	(3)	Class A Common Stock	1,164	(1
Deferred Stock Units	(2)	02/12/2008	M			1,073	(3)	(3)	Class A Common Stock	1,073	(1
Deferred Stock Units	(2)	02/12/2008	M			1,233	(3)	(3)	Class A Common Stock	1,233	(1
Deferred Stock Units	(2)	02/12/2008	M			1,171	(3)	(3)	Class A Common Stock	1,171	(1
Deferred Stock Units	(2)	02/12/2008	M			1,311	(3)	(3)	Class A Common Stock	1,311	(1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Paige Roderick R C/O NEWS AMERICA INCORPORATED 1211 AVENUE OF THE AMERICAS NEW YORK, NY 10036	X			

Signatures

/s/ Laura O'Leary, as Attorney-in-Fact for Roderick R. Paige	02/14/2008
**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) The deferred stock units were deemed to have settled for an equivalent number of shares of News Corporation's Class A Common Stock.

(2) Each deferred stock unit represents the equivalent of one share of Class A Common Stock.

(3) The deferred stock units become payable in cash upon the earlier of (1) the fifth anniversary of the grant date or (2) the date of the director's end of service on the Board of Directors. Dr. Paige resigned as a member of the Board of Directors on February 12, 2008.

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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