

NEWS CORP  
Form 3/A  
June 02, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *                   |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                                     |  |
| Â Murdoch James R.  |         | (Month/Day/Year)                     | NEWS CORP [NWS]   |  |
| (Last)  | (First) | 12/07/2007                           |   |  |
|   |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                                | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| C/O NEWS AMERICA INCORPORATED,Â 1211 AVENUE OF THE AMERICAS |         |                                      | (Check all applicable)  | 12/17/2007   |
| (Street)  |         |                                      | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner |  |
|   |         |                                      | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      | (give title below) (specify below)  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | Chair/Chief Exec. Europe Asia   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| NEW YORK,Â NYÂ 10036  |         |                                      |   |  |
| (City)  | (State) | (Zip)                                |   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Title   | Amount or Number of                                    |  |   |

|                             |       |            |                            | Shares  |              | or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|----------------------------|---------|--------------|----------------------------------|---|
| Stock Option (Right to Buy) | Â (1) | 08/01/2010 | Class A<br>Common<br>Stock | 250,000 | \$ 36.3 (2)  | D                                | Â |
| Stock Option (Right to Buy) | Â (3) | 08/30/2011 | Class A<br>Common<br>Stock | 80,000  | \$ 28.06 (2) | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| Murdoch James R.<br>C/O NEWS AMERICA INCORPORATED<br>1211 AVENUE OF THE AMERICAS<br>NEW YORK, NY 10036 | Â X           | Â         | Â Chair/Chief Exec. Europe Asia | Â     |

## Signatures

/s/ Laura O'Leary, Attorney in Fact for James R. Murdoch 06/02/2008

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 stock option became exercisable in four equal, annual installments beginning on 08/01/2001.
- (2) Reported in Australian dollars.
- (3) The stock option became exercisable in four equal, annual installments beginning on 08/30/2002.

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### Remarks:

This amendment includes stock option grants that were inadvertently omitted from the Original Form

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.