NEWS CORP
Form 4
October 18, 2010

FORM 4

OMB APPROVAL

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

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 *
HURD MARK V

(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)
10/15/2010

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	10/15/2010		M		2,069	A	(1)	2,069	D	
Class A Common Stock	10/15/2010		D		2,069	D	$ 14.19	0	D	
Class A Common Stock	10/15/2010		M		2,021	A	(1)	2,021	D	
Class A Common Stock	10/15/2010		D		2,021	D	$ 14.19	0	D	

Class A Common Stock	10/15/2010	M	2,516	A	(1)	2,516	D
Class A Common Stock	10/15/2010	D	2,516	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	3,095	A	(1)	3,095	D
Class A Common Stock	10/15/2010	D	3,095	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	4,310	A	(1)	4,310	D
Class A Common Stock	10/15/2010	D	4,310	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	3,236	A	(1)	3,236	D
Class A Common Stock	10/15/2010	D	3,236	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	2,643	A	(1)	2,643	D
Class A Common Stock	10/15/2010	D	2,643	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	2,153	A	(1)	2,153	D
Class A Common Stock	10/15/2010	D	2,153	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	2,056	A	(1)	2,056	D
Class A Common Stock	10/15/2010	D	2,056	D	$ 14.19	0	D
Class A Common Stock	10/15/2010	M	2,728	A	(1)	2,728	D
Class A Common Stock	10/15/2010	D	2,728	D	$ 14.19	0	D

Class A Common Stock	10/15/2010		M	409	A	(1)	409	D
Class A Common Stock	10/15/2010		D	409	D	$ 14.19	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 Derivative Security	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 (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	(2)	10/15/2010		M			2,069	(3)	(3)	Class A Common Stock	2,069
Deferred Stock Units	(2)	10/15/2010		M			2,021	(3)	(3)	Class A Common Stock	2,021
Deferred Stock Units	(2)	10/15/2010		M			2,516	(3)	(3)	Class A Common Stock	2,516
Deferred Stock Units	(2)	10/15/2010		M			3,095	(3)	(3)	Class A Common Stock	3,095
Deferred Stock Units	(2)	10/15/2010		M			4,310	(3)	(3)	Class A Common Stock	4,310
Deferred Stock Units	(2)	10/15/2010		M			3,236	(3)	(3)	Class A Common Stock	3,236

Deferred Stock Units	(2)	10/15/2010	M	2,643	(3)	(3)	Class A Common Stock	2,643
Deferred Stock Units	(2)	10/15/2010	M	2,153	(3)	(3)	Class A Common Stock	2,153
Deferred Stock Units	(2)	10/15/2010	M	2,056	(3)	(3)	Class A Common Stock	2,056
Deferred Stock Units	(2)	10/15/2010	M	2,728	(3)	(3)	Class A Common Stock	2,728
Deferred Stock Units	(2)	10/15/2010	M	409	(3)	(3)	Class A Common Stock	409

Reporting Owners

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

Signatures

/s/ Laura Cleveland, as Attorney-in-Fact for Mark Hurd	10/18/2010
**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)	The deferred stock units were deemed to have settled for the cash value of 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 News Corporation's 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. Mr. Hurd did not stand for re-election as a member of the Board of Directors at the News Corporation Annual Meeting of Stockholders held on October 15, 2010.

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