

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

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 08/02/2011**

**News Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-32352**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**26-0075658**  
(IRS Employer  
Identification No.)

**1211 Avenue of the Americas**  
**New York, NY 10036**  
(Address of principal executive offices, including zip code)

**212-852-7000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events**

On August 2, 2011, News America Incorporated, a subsidiary of News Corporation, announced that it has extended until August 19, 2011 at 5:00 p.m., New York City time, the expiration date of its offer to exchange (i) up to \$1,000,000,000 of its 4.50% Senior Notes due 2021 for an equal amount of its privately placed 4.50% Senior Notes due 2021 issued on February 16, 2011 and (ii) up to \$1,500,000,000 of its 6.15% Senior Notes due 2041 for an equal amount of its privately placed 6.15% Senior Notes due 2041 issued on February 16, 2011. The exchange offer had been scheduled to expire at 5:00 p.m., New York City time on August 9, 2011.

A copy of the press release issued by News Corporation is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

Exhibit Number	Description
99.1	Press release, dated August 2, 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

News Corporation

Date: August 02, 2011

By: /s/ Janet Nova

Janet Nova  
Senior Vice President and Interim Group General Counsel

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press release, dated August 2, 2011.

# News Corporation

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## NEWS RELEASE

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For Immediate Release  
Contacts - Investor Relations: Reed Nolte 212-852-7092  
Press: Jack Horner 212-852-7952

### **News America Incorporated Extends Exchange Offer with Respect to 4.50% Senior Notes due 2021 and 6.15% Senior Notes due 2041**

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**NEW YORK, NY, August 2, 2011** - News America Incorporated (the "Company") today announced that it has extended until August 19, 2011 at 5:00 p.m., New York City time, the expiration date of its offer to exchange (i) up to \$1,000,000,000 of its 4.50% Senior Notes due 2021 for an equal amount of its privately placed 4.50% Senior Notes due 2021 (CUSIP Nos. 652482BZ2 and U65249AW1) issued on February 16, 2011 (the "2021 Original Notes") and (ii) up to \$1,500,000,000 of its 6.15% Senior Notes due 2041 for an equal amount of its privately placed 6.15% Senior Notes due 2041 (CUSIP Nos. 652482CC2 and U65249AX9) issued on February 16, 2011 (the "2041 Original Notes"). The exchange offer had been scheduled to expire at 5:00 p.m., New York City time, on August 9, 2011. As of 5:00 p.m., New York City time, on August 1, 2011, approximately \$79,955,000 in aggregate principle amount of the 2021 Original Notes and approximately \$112,058,000 in aggregate principle amount of the 2041 Original Notes had been tendered and not withdrawn.

The terms of the exchange offer and other information relating to the Company are set forth in the prospectus dated July 12, 2011. Copies of the prospectus and the related letter of transmittal may be obtained from The Bank of New York Mellon, which is serving as the exchange agent for the exchange offer. The Bank of New York Mellon's address, telephone and facsimile number are as follows:

The Bank of New York Mellon  
c/o The Bank of New York Mellon Corporation  
Corporate Trust Operations - Reorganization Unit  
101 Barclay Street - Floor 7 East  
New York, New York 10286  
Telephone: (212) 815-3687  
Fax: (212) 298-1915

This communication shall not constitute an offer to sell or the solicitation of an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of an appropriate prospectus.

**News America Incorporated**, an indirect 100% owned subsidiary of News Corporation, is an operating company and holding company, which, together with its subsidiaries, operates in a number of industry segments.

**News Corporation** (NASDAQ: NWS, NWSA; ASX: NWS, NWSLV) had total assets as of March 31, 2011 of approximately US\$60 billion and total annual revenues of approximately US\$33 billion. News Corporation is a diversified global media company with operations in six industry segments: cable network programming; filmed entertainment; television; direct broadcast satellite television; publishing; and other. The activities of News Corporation are conducted principally in the United States, Continental Europe, the United Kingdom, Australia, Asia and Latin America.