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|----------------------|-----|------------|--|---|-------|--|-----|-----|----------------------|-------|---------|-------|---|--|
| Deferred Stock Units | (2) | 10/01/2014 | | A | 1,956 | | (4) | (4) | Class A Common Stock | 1,956 | \$15.97 | 1,956 | D | |
|----------------------|-----|------------|--|---|-------|--|-----|-----|----------------------|-------|---------|-------|---|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BARNES PETER c/o News Corporation 1211 Avenue of the Americas New York, NY 10036 | X | | | |

Signatures

/s/ Kenneth C. Mertz as Attorney-in-Fact for Peter Barnes

10/02/2014

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 Class A Common Stock.

(3) The deferred stock units became payable in cash on October 1, 2014, the fifth anniversary of the grant date.

(4) 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.