

NEWS CORP

Form 8-K

June 17, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR  
15(d) OF THE  
SECURITIES AND EXCHANGE  
ACT OF 1934

June 17, 2005  
DATE OF REPORT  
(DATE OF EARLIEST EVENT REPORTED)

NEWS CORPORATION  
(EXACT NAME OF REGISTRANT  
AS SPECIFIED IN ITS CHARTER)

Delaware

001-32352

26-0075658  
(STATE OR OTHER JURISDICTION  
OF INCORPORATION)

(COMMISSION FILE NO.)

(IRS EMPLOYER  
IDENTIFICATION NO.)

1211 Avenue of the Americas, New York, New York 10036  
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES,  
INCLUDING ZIP CODE)

(212) 852-7000  
(REGISTRANT'S TELEPHONE NUMBER,  
INCLUDING AREA CODE)

NOT APPLICABLE  
(FORMER NAME OR FORMER ADDRESS,  
IF CHANGED SINCE LAST REPORT)

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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))

ITEM 8.01 OTHER EVENTS.

Under News Corporation's (the "Company") stock repurchase program announced on June 13, 2005, the Company is authorized to acquire from time to time up to \$3 billion in the Company's outstanding shares of Class A common stock and Class B common stock. Under the rules of the Australian Stock Exchange (the "ASX"), the Company is required to provide to the ASX, on a daily basis, disclosure of transactions pursuant to the stock repurchase program to the extent such transactions occur.

Attached as Exhibit 99.1 is a copy of the information provided to the ASX on the date noted on Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

Exhibit  
Number

Description

99.1

Information provided to Australian Stock

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Exchange on the date noted on Exhibit 99.1.

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  
(REGISTRANT)

By:

/s/ Lawrence A. Jacobs

Lawrence A. Jacobs

Senior Executive Vice President and  
Group General Counsel

Dated: June 17, 2005

EXHIBIT INDEX

Exhibit  
Number

Description

99.1

Information provided to Australian  
Stock Exchange on the date noted on Exhibit 99.1.

Rule 3.8A  
Rule 3.8A  
Appendix 3E

Daily share buy-back notice  
(except minimum holding buy-back and

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selective buy-back)

Information and documents given to ASX become  
ASX's property and may be made public.  
Introduced 1/9/99. Origin: rule 3.6, Appendix 7C.  
Amended 30/9/2001.

Name of entity

ARBN

NEWS CORPORATION

111 480 561

We (the entity) give ASX the following information.

Information about buy-back

1

Type of buy-back

ON MARKET

2

Date Appendix 3C was given to  
ASX

14 JUNE 2005

Total of all shares bought back,  
or in relation to which acceptances have been  
received, before, and on, previous day

Before previous day

Previous day

3

Number of shares bought  
back or if buy-back is an  
equal access scheme, in  
relation to which  
acceptances have been  
received

NYSE

1,543,000 CLASS B

2,615,000 CLASS A

ASX

808,749 CLASS B

808,749 CLASS A

NYSE

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528,000 CLASS B  
1,600,000 CLASS A

ASX

724,709 CLASS B  
414,300 CLASS A

4

Total consideration paid or  
payable for the shares

NYSE

US\$26,847,366 CLASS

B

US\$43,624,135 CLASS

B

ASX

A\$18,329,697 CLASS B

A\$17,619,025 CLASS A

NYSE

US\$9,336,970 CLASS B

US\$26,998,459 CLASS

A

ASX

A\$16,586,342 CLASS B

A\$9,006,168 CLASS A

Before previous day

Previous day

5

If buy-back is an on-market  
buy-back

NYSE-CLASS B

highest price paid:

US\$17.57

date: 15 JUNE 2005

lowest price paid:

US\$17.22

date: 15 JUNE 2005

NYSE-CLASS A

highest price paid:

US\$16.81

date: 15 JUNE 2005

lowest price paid:

US\$16.49

date: 15 JUNE 2005

ASX-CLASS B

highest price paid:

A\$22.83

date: 14 JUNE 2005

lowest price paid: A\$22.51

date: 15 JUNE 2005

ASX-CLASS A

highest price paid:

A\$22.00

date: 14 JUNE 2005

lowest price paid: A\$21.55

date: 15 JUNE 2005

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NYSE-CLASS B

highest price paid:

US\$17.77

lowest price paid:

US\$17.50

NYSE-CLASS A

highest price paid:

US\$16.93

lowest price paid:

US\$16.75

ASX-CLASS B

highest price paid: A\$22.79

lowest price paid: A\$22.73

ASX-CLASS A

highest price paid: A\$21.95

lowest price paid: A\$21.77

highest price allowed under  
rule 7.33:

N/A

Participation by directors

6

Deleted 30/9/2001.

How many shares may still be bought back?

7

If the company has disclosed an  
intention to buy back a maximum  
number of shares - the remaining  
number of shares to be bought  
back

Compliance statement

1. The company is in compliance  
with all Corporations Act requirements relevant to  
this buy-back.

2. There is no information that  
the listing rules require to be disclosed that has not already  
been disclosed, or is not contained in,  
or attached to, this form.

Sign here: /s / Robert K. Moon  
(Assistant Secretary-Australia)

Date: 17 June 2005

Print name: Robert K Moon

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