

NEWS CORP
Form 8-K
February 01, 2010

**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): 02/01/2010

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 February 1, 2010, News Corporation, a Delaware corporation, (the "Company") announced that News America Incorporated, a wholly-owned subsidiary of the Company, ("NAI") gave notice to holders of NAI's 0.75% Senior Exchangeable BUCS (the "Securities") that any Securities tendered at the option of the holders on the March 15, 2010 holder redemption date would be redeemed by the Company for cash at the specified redemption amount equal to \$1,013.48 per Security, which represents the amount equal to the adjusted liquidation preference of such Securities plus an amount equal to any accrued and unpaid distributions and any final period distribution. A copy of the press release issued by the Company is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

Exhibit

Number

Description

| | |
|------|--|
| 99.1 | Press release of News Corporation, dated February 1, 2010. |
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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: February 01, 2010

By: /s/ Lawrence A. Jacobs

Lawrence A. Jacobs

Senior Executive Vice President and Group General Counsel

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|---------------------------|--|
| EX-99.1 | Press release of News Corporation, dated February 1, 2010. |