

NEWS CORP

Form 8-K

June 16, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K/A  
(Amendment No. 1)

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

June 16, 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.

News Corporation is filing this  
Amendment No. 1 to its Current Report  
on Form 8-K solely to include  
conformed signatures which were inadvertently  
omitted from the prior filing made on June 16, 2005.

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

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99.1

Information provided to Australian  
Stock 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 16, 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

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Appendix 3E

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

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2,615,000 CLASS A  
(NWSLV)

1,543,000 CLASS B  
(NWS)

Note: Covers NYSE trades for 13 June  
2005 to 15 June 2005 inclusive

4

Total consideration paid or  
payable for the shares

US\$43,624,135  
CLASS A (NWSLV)  
US\$26,847,366  
CLASS B (NWS)

Before previous day  
Previous day

5

If buy-back is an on-market buy-  
back  
highest price paid:  
date:

lowest price paid:  
date:

highest price paid:  
US\$16.81 CLASS A  
(NWSLV)  
US\$17.57 CLASS B  
(NWS)

lowest price paid:  
US\$16.49 CLASS A  
(NWSLV)  
US\$17.22 CLASS B  
(NWS)

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

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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: 16 June 2005

Print name:       Robert K Moon

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