

NEWS CORP
Form 8-K
October 03, 2005

**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): 10/03/2005

News Corporation

(Exact Name of Registrant as Specified in its Charter)

Commission File Number: 001-32352

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

26-0075658
(I.R.S. 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(17CFR240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

Item 8.01. Other Events

On October 3, 2005, News Corporation (the "Company") announced that News International Limited, a wholly-owned subsidiary of the Company ("News International"), had reached an agreement to sell its TSL Education Ltd. division to Exponent Private Equity LLP for 235 million British pounds sterling.

News International was advised by Allen & Company LLC, a U.S. based investment bank. Mr. Stanley Shuman, a non-executive director of News Corporation, is a Managing Director of Allen & Company LLC.

Reference is hereby made to the press release announcing the sale, which is attached as Exhibit 99.1 hereto, and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

Exhibit
Number

Description

99.1 Press Release, dated October 3, 2005, announcing an agreement to sell the TSL Education Ltd. division.

Signature(s)

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: October 03, 2005.

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, dated October 3, 2005, announcing an agreement to sell the TSL Education Ltd. division. |