Edgar Filing: CAREY CHASE - Form 4

| CAREY CH Form 4 | IASE | | | | | | | | | | |
|---|---|---------------------------|--|---|------------------|----------|----------------------|--|---|---|--|
| August 17, 2 | 2010 | | | | | | | | | | |
| FORM | ЛД | | | | | | | | OMB AF | PROVAL | |
| Washington, D.C. 20549 | | | | | | | | OMB Number: | 3235-0287 | | |
| Check th if no lon subject t Section Form 4 o Form 5 | so STATEN 16. or | | | SECUR | ITIES | | NERSHIP OF | Expires: January 3 200 Estimated average burden hours per response 0 | | | |
| obligatio may con <i>See</i> Instr 1(b). | ons Section 17(| a) of the P | ublic U | | ling Com | ipany | Act of | e Act of 1934, 1935 or Sectior 0 | 1 | | |
| (Print or Type | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> CAREY CHASE | | | 2. Issuer Name and Ticker or Trading Symbol NEWS CORP [NWS] | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (I | | | f Earliest Tr | - | | | (Checl | k all applicable |) | |
| | S AMERICA RATED, 1211 AV MERICAS | | (Month/E 08/15/2 | - | | | | _X_ Director _X_ Officer (give below) Dep. Chairn | | Owner er (specify COO | |
| | (Street) | | 4. If Ame | ndment, Da | te Original | l | | 6. Individual or Jo | int/Group Filin | g(Check | |
| NEW YOR | 2K, NY 10036 | | Filed(Mor | nth/Day/Year |) | | | Applicable Line) _X_ Form filed by C Form filed by M Person | one Reporting Pe | rson | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative S | Securi | ities Acqu | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | ansaction Date 2A. Deemed | | Code (Instr. 3, 4 and 5)) (Instr. 8) (A) or | | | of (D) 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Class A Common Stock | 08/15/2010 | | | Code V M | Amount 77,290 | (D) A | Price (<u>1)</u> | 162,810 | D | | |
| Class A Common Stock | 08/15/2010 | | | F | 34,355 | D | \$ 12.95 | 128,455 | D | | |
| Class A Common Stock | 08/15/2010 | | | D | 42,935 | D | \$ 12.95 | 85,520 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---------------------------------------|--|--------|--|--------------------|---|------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amou or Numb of Sha |
| Cash-settled restricted share units | <u>(2)</u> | 08/15/2010 | | М | | 77,290 | 08/15/2010 | 08/15/2010 | Class A Common Stock | 77,2 |

Reporting Owners

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other CAREY CHASE C/O NEWS AMERICA INCORPORATED Х Dep. Chairman, President, COO 1211 AVENUE OF THE AMERICAS NEW YORK, NY 10036 Signatures /s/ Laura O'Leary as Attorney-in-Fact for Chase 08/17/2010 Carey **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 cash-settled restricted share units were deemed to have settled for an equivalent number of shares of the News Corporation's Class A Common Stock.
- (**2**) 1 for 1

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.