NEWS CORP Form 15-12B April 28, 2008

OMB APPROVAL OMB Number: 3235-0167 Expires: November 30, 2010 Estimated average burden hours per response 1.50

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 001-32352

NEWS CORPORATION

(Exact name of registrant as specified in its charter)

1211 AVENUE OF THE AMERICAS, NEW YORK, NEW YORK 10036 (212) 852-7000

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

Class A Preferred Stock Purchase Rights

Class B Preferred Stock Purchase Rights

(Title of each class of securities covered by this Form)

Class A Common Stock

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Class B Common Stock

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Rule 12h-3(b)(1)(i) "

Rule 12h-3(b)(1)(ii) "

Rule 12h-3(b)(2)(i) "

Rule 12h-3(b)(2)(ii) "

Rule 15d-6

By:

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i) x Rule 12g-4(a)(1)(ii) " Rule 12g-4(a)(2)(i) " Rule 12g-4(a)(2)(ii) "

Approximate number of holders of record as of the certification or notice date: 0

Pursuant to the requirements of the Securities Exchange Act of 1934 (*Name of registrant as specified in charter*) has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: April 28, 2008

/s/ Lawrence A. Jacobs Lawrence A. Jacobs

Senior Executive Vice President

and Group General Counsel

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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