

NEWS CORP  
Form 8-K  
May 25, 2006

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**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): 05/25/2006**

**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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Information to be included in the report

**Item 7.01. Regulation FD Disclosure**

News America Incorporated, a subsidiary of News Corporation, announced that it has extended until June 2, 2006 at 5:00 p.m. EST the expiration date of its offer to exchange (i) up to US \$1,150,000,000 of its 6.40% Senior Notes due 2035 for an equal amount of its privately placed 6.40% Senior Notes due 2035 issued on December 23, 2005. The exchange offer had been scheduled to expire at 5:00 p.m. EST, on May 26, 2006.

A copy of the press release is attached hereto as exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits.

| Exhibit<br>Number | Description  |
|-------------------|--|
| 99.1              | Press release of News Corporation dated May 25, 2006 |

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**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: May 25, 2006

By: /s/ Lawrence A. Jacobs

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Lawrence A. Jacobs  
Senior Executive Vice President and Group General Counsel

**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                            |
|---------------------------|--|
| EX-99.1                   | Press release of News Corporation dated May 25, 2006 |