

AILES ROGER
Form 3
August 24, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â AILES ROGER
(Last) (First) (Middle)

C/O NEWS AMERICA
INCORPORATED,Â 1211
AVENUE OF THE AMERICAS

(Street)

NEW
YORK,Â NYÂ 10036-8795

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
08/15/2005

3. Issuer Name and Ticker or Trading Symbol
NEWS CORP [NWS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Chairman of FOX TV Stations

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

Class A Common Stock

2. Amount of Securities Beneficially Owned
(Instr. 4)

2,040

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(1)</u>	02/06/2006	Class A Common Stock	7,500	\$ 12.78	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	07/25/2006	Class A Common Stock	150,000	\$ 10.34	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	08/19/2007	Class A Common Stock	150,000	\$ 9.58	D	Â
Stock Option (right to buy)	Â <u>(4)</u>	10/12/2008	Class A Common Stock	100,000	\$ 16.16	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	09/06/2009	Class A Common Stock	100,000	\$ 20.92	D	Â
Stock Option (right to buy)	Â <u>(6)</u>	08/01/2010	Class A Common Stock	125,000	\$ 36.3	D	Â
Stock Option (right to buy)	Â <u>(7)</u>	12/03/2011	Class A Common Stock	150,000	\$ 25.1	D	Â
Stock Option (right to buy)	Â <u>(8)</u>	08/14/2012	Class A Common Stock	175,000	\$ 16.04	D	Â
Stock Option (right to buy)	Â <u>(9)</u>	08/11/2013	Class A Common Stock	175,000	\$ 19.78	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AILES ROGER C/O NEWS AMERICA INCORPORATED 1211 AVENUE OF THE AMERICAS NEW YORK, NY 10036-8795	Â	Â	Â Chairman of FOX TV Stations	Â

Signatures

/s/ Laura O'Leary as Attorney-in-Fact for Roger E. Ailes 08/24/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 stock option became exercisable in four equal, annual installments of the original grant beginning on 02/06/1997.
- (2) The stock option became exercisable in four equal, annual installments beginning on 07/25/1997.
- (3) The stock option became exercisable in four equal, annual installments beginning on 08/19/1998.
- (4) The stock option became exercisable in four equal, annual installments beginning on 10/12/1999.
- (5) The stock option became exercisable in four equal, annual installments beginning on 09/06/2000.
- (6) The stock option became exercisable in four equal, annual installments beginning on 08/01/2001.
- (7) The stock option became exercisable as to 25% of the underlying shares of Class A Common Stock on each of 12/03/02, 12/03/03 and 12/03/04, and became exercisable as to the remaining shares of Class A Common Stock on 05/03/05.
- (8) The stock option became exercisable in four equal, annual installments beginning on 08/14/2003.
- (9) The stock option became exercisable as to 25% of the underlying shares of Class A Common Stock on 08/11/04, and became exercisable as to the remaining shares of Class A Common Stock on 05/03/05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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