

Eddington Roderick I  
 Form 4  
 November 12, 2004

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
 Eddington Roderick I

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/12/2004

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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

(Street)

4. 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

NEW YORK, NY 10036

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

**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.**

SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 11.2 <u>(1)</u>	01/01/1997	A		150,000 <u>(2)</u>		<u>(3)</u>	01/01/2007	Class A Common Stock	150,000 <u>(2)</u>
Stock Option (right to buy)	\$ 9.58 <u>(4)</u>	08/19/1997	A		196,500 <u>(2)</u>		<u>(3)</u>	08/19/2007	Class A Common Stock	196,500 <u>(2)</u>
Stock Option (right to buy)	\$ 16.16 <u>(5)</u>	10/12/1998	A		50,000 <u>(2)</u>		<u>(3)</u>	10/12/2008	Class A Common Stock	50,000 <u>(2)</u>
Stock Option (right to buy)	\$ 20.92 <u>(6)</u>	09/06/1999	A		34,000 <u>(2)</u>		<u>(3)</u>	08/06/2009	Class A Common Stock	34,000 <u>(2)</u>
Stock Option (right to buy)	\$ 35.66 <u>(7)</u>	10/18/2000	A		60,000 <u>(2)</u>		<u>(3)</u>	10/18/2010	Class A Common Stock	6,000 <u>(2)</u>
Stock Option (right to buy)	\$ 22.54 <u>(8)</u>	10/11/2001	A		60,000 <u>(2)</u>		<u>(3)</u>	10/11/2011	Class A Common Stock	60,000 <u>(2)</u>
Stock Option (right to buy)	\$ 15.46 <u>(9)</u>	10/09/2002	A		60,000 <u>(2)</u>		<u>(3)</u>	10/09/2012	Class A Common Stock	60,000 <u>(2)</u>
Deferred Stock Units	<u>(10)</u>	04/01/2004	A		2,462 <u>(11)</u>		<u>(12)</u>	<u>(12)</u>	Class A Common Stock	2,462 <u>(11)</u>
Deferred Stock Units	<u>(10)</u>	07/01/2004	A		606 <u>(11)</u>		<u>(12)</u>	<u>(12)</u>	Class A Common Stock	606 <u>(11)</u>
Deferred Stock Units	<u>(10)</u>	10/01/2004	A		636 <u>(11)</u>		<u>(12)</u>	<u>(12)</u>	Class A Common Stock	636 <u>(11)</u>

