Check this box if no
longer subject to Section
16. Form 4 or Form 5
obligations may continue.
See Instruction 1(b).

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

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burder	hours						
per response	0.5						

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)									
1. Name and Address of Reporting Person – Elkann John	2. Issuer Nar NEWS COI	ne <b>and</b> Ticker or Tr RP [NWS]	ading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) c/o News Corporation, 1211 Avenue of the Americas	3. Date of Ear 01/02/2014	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2014					X_Director10% Ov Officer (give title below)Other (give title below)	wner specify below)	
(Street) New York, NY 10036	4. If Amendm	ent, Date of Origina	l Filed (Month/I	Day/Year)			6. Individual or Joint/Group Filing (Check Applic _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	able Line)	
(City) (State) (Zip)		Table	e I - Non-Deri	ivative Sec	curities	s Acqu	uired, Disposed of, or Beneficially Owned		
(Instr. 3)	2. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securi Acquired Disposed (Instr. 3,	d (A) or d of (D)	r 1 ) (	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	Beneficial Ownership
			Code V	Amount	(A) or (D) P1	rice		or Indirect (I) (Instr. 4)	(Instr. 4)

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)

(e.g., puts, calls,	warrants.	options.	convertibl	e securities)

				.g., puis,	, cai	15, wai i all	is, opi	lons, convert	ible securit	1(5)					
1. Title of Derivative Security	2. Conversion		3A. Deemed Execution Date, if	4. Transact		5. Number Derivative		6. Date Exer and Expirati		7. Title and An Underlying Sec		8. Price of Derivative		10. Ownership	11. Nature of Indirect
(Instr. 3)		(Month/Day/Year)	,	Code		Securities Acquired ( Disposed of (Instr. 3, 4 5)	(A) or of (D)	(Month/Day		(Instr. 3 and 4)		Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Form of Derivative	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)		
Deferred Stock Units	<u>(1)</u>	01/02/2014		А		1,740		<u>(2)</u>	<u>(2)</u>	Class A Common Stock	1,740	\$17.95	1,740	D	

# **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Elkann John c/o News Corporation 1211 Avenue of the Americas New York, NY 10036	х							

# Signatures

/s/ Kenneth C. Mertz as Attorney-in-Fact for John Elkann

01/06/2014

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) Each deferred stock unit represents the equivalent of one share of News Corporation Class A Common Stock.

(2) The deferred stock units become payable in cash upon the fifth anniversary of the grant date.

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