
**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): 05/01/2007

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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Item 8.01. Other Events

On May 1, 2007, News Corporation confirmed that it has made a friendly offer to Dow Jones & Company ("Dow Jones") to acquire all of the outstanding shares of Dow Jones for \$60 per share in cash, or in a combination of cash and News Corporation stock.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits.

Exhibit Number	Description
99.1	Press release of News Corporation dated May 1, 2007.

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 01, 2007

By: /s/ Lawrence A. Jacobs

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

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
EX-99.1	Press release of News Corporation dated May 1, 2007.

News Corporation

NEWS RELEASE

For Immediate Release
Contact: Andrew Butcher 212-852-7070

News Corporation Confirms Offer to Buy Dow Jones and Company

NEW YORK, NY, May 1, 2007 - News Corporation today confirmed that it has made a friendly offer to Dow Jones & Company to acquire all of the outstanding shares of the company for \$60 per share in cash, or in a combination of cash and News Corporation stock.

News Corporation (NYSE: NWS, NWS.A; ASX: NWS, NWSLV) has a market capitalization of approximately \$70 billion and had total assets as of December 31, 2006 of approximately US\$59 billion and total annual revenues of approximately US\$27 billion. News Corporation is a diversified entertainment company with operations in eight industry segments: filmed entertainment; television; cable network programming; direct broadcast satellite television; magazines and inserts; newspapers; book publishing; and other. The activities of News Corporation are conducted principally in the United States, Continental Europe, the United Kingdom, Australia, Asia and the Pacific Basin.

For more information about News Corporation, please visit <http://www.newscorp.com>