

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

**FORM 10-Q**

(Mark One)

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the quarterly period ended September 30, 2025  
or  
 **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission File Number 001-35769

*News Corp*

**NEWS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation or organization)  
**1211 Avenue of the Americas, New York, New York**  
(Address of principal executive offices)

**46-2950970**  
(I.R.S. Employer Identification No.)  
**10036**  
(Zip Code)

**(212) 416-3400**

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock, par value \$0.01 per share	NWSA	The Nasdaq Global Select Market
Class B Common Stock, par value \$0.01 per share	NWS	The Nasdaq Global Select Market

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

- Large accelerated filer  Accelerated filer   
Non-accelerated filer  Smaller reporting company   
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of October 31, 2025, 374,479,751 shares of Class A Common Stock and 187,029,473 shares of Class B Common Stock were outstanding.

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### NEWS CORPORATION

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## PART I

## ITEM 1. FINANCIAL STATEMENTS

**NEWS CORPORATION**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited; millions, except per share amounts)

	Notes	For the three months ended September 30,	
		2025	2024
Revenues:			
Circulation and subscription		\$ 782	\$ 743
Advertising		317	321
Consumer		510	521
Real estate		370	357
Other		165	154
Total Revenues	3	2,144	2,096
Operating expenses		(941)	(952)
Selling, general and administrative		(863)	(819)
Depreciation and amortization		(117)	(112)
Impairment and restructuring charges	4	(19)	(22)
Equity losses of affiliates	5	(2)	(3)
Interest income, net		6	—
Other, net	13	4	22
Income before income tax expense from continuing operations		212	210
Income tax expense from continuing operations	11	(62)	(61)
Net income from continuing operations		150	149
Net loss from discontinued operations, net of tax	2	—	(5)
Net income		150	144
Net income attributable to noncontrolling interests from continuing operations		(38)	(31)
Net loss attributable to noncontrolling interests from discontinued operations		—	6
Net income attributable to News Corporation stockholders		\$ 112	\$ 119
Net income attributable to News Corporation stockholders per share:	9		
Basic			
Continuing operations		\$ 0.20	\$ 0.21
Discontinued operations		—	—
		\$ 0.20	\$ 0.21
Diluted			
Continuing operations		\$ 0.20	\$ 0.21
Discontinued operations		—	—
		\$ 0.20	\$ 0.21

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**NEWS CORPORATION**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)**  
(Unaudited; millions)

	For the three months ended September 30,	
	2025	2024
Net income	\$ 150	\$ 144
Other comprehensive (loss) income:		
Foreign currency translation adjustments	(27)	170
Net change in the fair value of cash flow hedges <sup>(a)</sup>	(2)	(16)
Benefit plan adjustments, net <sup>(b)</sup>	6	(3)
Other comprehensive (loss) income	(23)	151
Comprehensive income	127	295
Net income attributable to noncontrolling interests	(38)	(25)
Other comprehensive income attributable to noncontrolling interests <sup>(c)</sup>	(1)	(31)
Comprehensive income attributable to News Corporation stockholders	<u>\$ 88</u>	<u>\$ 239</u>

(a) Net of income tax expense (benefit) of \$(1) million and \$(6) million for the three months ended September 30, 2025 and 2024, respectively.

(b) Net of income tax expense (benefit) of \$2 million and \$(1) million for the three months ended September 30, 2025 and 2024, respectively.

(c) Primarily consists of foreign currency translation adjustments.

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**NEWS CORPORATION**  
**CONSOLIDATED BALANCE SHEETS**  
(Millions, except share and per share amounts)

	Notes	As of September 30, 2025 (unaudited)	As of June 30, 2025 (audited)
<b>Assets:</b>			
Current assets:			
Cash and cash equivalents		\$ 2,198	\$ 2,403
Receivables, net	13	1,635	1,562
Inventory, net		327	327
Other current assets		313	519
Total current assets		4,473	4,811
Non-current assets:			
Investments	5	1,028	1,016
Property, plant and equipment, net		1,321	1,331
Operating lease right-of-use assets		779	789
Intangible assets, net		1,897	1,930
Goodwill		4,420	4,373
Deferred income tax assets, net	11	233	254
Other non-current assets	13	1,192	1,000
Total assets		\$ 15,343	\$ 15,504
<b>Liabilities and Equity:</b>			
Current liabilities:			
Accounts payable		\$ 368	\$ 335
Accrued expenses		949	1,036
Deferred revenue	3	504	498
Current borrowings	6	25	25
Other current liabilities	13	691	714
Total current liabilities		2,537	2,608
Non-current liabilities:			
Borrowings	6	1,931	1,937
Retirement benefit obligations		118	117
Deferred income tax liabilities, net	11	53	57
Operating lease liabilities		900	904
Other non-current liabilities		494	492
Commitments and contingencies	10		
Class A common stock <sup>(a)</sup>		4	4
Class B common stock <sup>(b)</sup>		2	2
Additional paid-in capital		10,929	11,058
Accumulated deficit		(664)	(747)
Accumulated other comprehensive loss		(1,567)	(1,543)
Total News Corporation stockholders' equity		8,704	8,774
Noncontrolling interests		606	615
Total equity	7	9,310	9,389
Total liabilities and equity		\$ 15,343	\$ 15,504

(a) **Class A common stock**, \$0.01 par value per share ("Class A Common Stock"), 1,500,000,000 shares authorized, 376,118,969 and 376,718,696 shares issued and outstanding, net of 27,368,413 treasury shares at par, at September 30, 2025 and June 30, 2025, respectively.

(b) **Class B common stock**, \$0.01 par value per share ("Class B Common Stock"), 750,000,000 shares authorized, 187,745,066 and 188,666,990 shares issued and outstanding, net of 78,430,424 treasury shares at par, at September 30, 2025 and June 30, 2025, respectively.

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**NEWS CORPORATION**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Unaudited; millions)

	Notes	For the three months ended September 30,	
		2025	2024
<b>Operating activities:</b>			
Net income		\$ 150	\$ 144
Net loss from discontinued operations, net of tax		—	5
Net income from continuing operations		\$ 150	\$ 149
Adjustments to reconcile net income from continuing operations to net cash provided by operating activities from continuing operations:			
Depreciation and amortization		117	112
Operating lease expense		17	18
Equity losses of affiliates	5	2	3
Impairment charges	4	5	—
Deferred income taxes	11	18	15
Other, net	13	(3)	(23)
Change in operating assets and liabilities, net of acquisitions:			
Receivables and other assets		(77)	(130)
Inventories, net		(3)	(24)
Accounts payable and other liabilities		(141)	(94)
Net cash provided by operating activities from continuing operations		85	26
<b>Investing activities:</b>			
Capital expenditures		(81)	(75)
Proceeds from sales of property, plant and equipment		1	—
Acquisitions, net of cash acquired		(41)	(12)
Purchases of investments in equity affiliates and other		(17)	(51)
Proceeds from sales of investments in equity affiliates and other		38	22
Other, net		(1)	—
Net cash used in investing activities from continuing operations		(101)	(116)
<b>Financing activities:</b>			
Borrowings	6	—	56
Repayment of borrowings	6	(6)	(57)
Repurchase of shares	7	(92)	(38)
Dividends paid		(47)	(35)
Other, net		(34)	(35)
Net cash used in financing activities from continuing operations		(179)	(109)
<b>Cash flows from discontinued operations:</b>			
Net cash (used in) provided by operating activities from discontinued operations		(5)	39
Net cash used in investing activities from discontinued operations		—	(20)
Net cash used in financing activities from discontinued operations		—	(38)
Net cash used in discontinued operations		(5)	(19)
Net change in cash and cash equivalents, including discontinued operations			
		(200)	(218)
Effect of exchange rate changes on cash and cash equivalents, including discontinued operations		(5)	36
Cash and cash equivalents, including discontinued operations, beginning of year		2,403	1,960
Cash and cash equivalents, including discontinued operations, end of period		2,198	1,778
Less: Cash and cash equivalents at end of period of discontinued operations		—	(15)
Cash and cash equivalents		\$ 2,198	\$ 1,763

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 1. DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION**

News Corporation (together with its subsidiaries, “News Corporation,” “News Corp,” the “Company,” “we” or “us”) is a global diversified media and information services company comprised of businesses across a range of media, including: information services and news, digital real estate services and book publishing.

***Basis of Presentation***

The accompanying unaudited consolidated financial statements of the Company, which are referred to herein as the “Consolidated Financial Statements,” have been prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”) for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. In the opinion of management, all adjustments consisting only of normal recurring adjustments necessary for a fair presentation have been reflected in these Consolidated Financial Statements. Operating results for the interim period presented are not necessarily indicative of the results that may be expected for the fiscal year ending June 30, 2026. The preparation of the Company’s Consolidated Financial Statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts that are reported in the Consolidated Financial Statements and accompanying disclosures. Actual results could differ from those estimates.

Intercompany transactions and balances have been eliminated. Equity investments in which the Company exercises significant influence but does not exercise control and is not the primary beneficiary are accounted for using the equity method.

Investments in which the Company is not able to exercise significant influence over the investee are measured at fair value, if the fair value is readily determinable. If an investment’s fair value is not readily determinable, the Company will measure the investment at cost, less any impairment, plus or minus changes in fair value resulting from observable price changes in orderly transactions for an identical or similar investment of the same issuer.

The consolidated statements of operations are referred to herein as the “Statements of Operations.” The consolidated balance sheets are referred to herein as the “Balance Sheets.” The consolidated statements of cash flows are referred to herein as the “Statements of Cash Flows.”

The accompanying Consolidated Financial Statements and notes thereto should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Company’s Annual Report on Form 10-K for the fiscal year ended June 30, 2025 as filed with the Securities and Exchange Commission (the “SEC”) on August 6, 2025 (the “2025 Form 10-K”).

The Company’s fiscal year ends on the Sunday closest to June 30. Fiscal 2026 and fiscal 2025 include 52 weeks. All references to the three months ended September 30, 2025 and 2024 relate to the three months ended September 28, 2025 and September 29, 2024, respectively. For convenience purposes, the Company continues to date its Consolidated Financial Statements as of September 30.

**Recently Issued Accounting Pronouncements**

*Issued*

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures* (“ASU 2023-09”). The amendments in ASU 2023-09 require disaggregated disclosure of material categories in effective tax rate reconciliations as well as disclosure of income taxes paid by specific domestic and foreign jurisdictions. Additionally, the amendments eliminate certain disclosures currently required under Topic 740. ASU 2023-09 is effective for the Company’s annual reporting periods beginning on July 1, 2025, with early adoption permitted.

In November 2024, the FASB issued ASU 2024-03, *Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses* (“ASU 2024-03”). The amendments in ASU 2024-03 require public entities to disclose specified information about certain costs and expenses. ASU 2024-03 is effective for the Company’s annual reporting periods beginning on July 1, 2027 and interim reporting periods beginning on July 1, 2028, with early adoption permitted.

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

In July 2025, the FASB issued ASU 2025-05, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets* (“ASU 2025-05”). The amendments in ASU 2025-05 provide entities with a practical expedient to simplify the estimation of expected credit losses on current accounts receivable and current contract assets that arise from transactions accounted for under ASC 606, *Revenue from Contracts with Customers* (“ASC 606”) by allowing the assumption that current conditions as of the balance sheet date will not change during the remaining life of the asset. ASU 2025-05 is effective for the Company for its annual reporting periods beginning July 1, 2026, and interim reporting periods within those annual reporting periods, with early adoption permitted. The Company is currently evaluating the impact ASU 2025-05 will have on its consolidated financial statements.

In September 2025, the FASB issued ASU 2025-06, *Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40)* (“ASU 2025-06”). The amendments in ASU 2025-06 eliminate all references to project stages throughout Subtopic 350-40 and require an entity to begin capitalizing software costs when both (1) management has authorized and committed to funding the project and (2) it is probable that the project will be completed and the software will be used to perform the function intended (the “probable-to-complete recognition threshold”). ASU 2025-06 is effective for the Company for its annual reporting periods beginning July 1, 2028, and interim periods within those annual reporting periods, with early adoption permitted. The Company is currently evaluating the impact ASU 2025-06 will have on its consolidated financial statements.

**NOTE 2. DISCONTINUED OPERATIONS**

*Foxtel*

During the second quarter of fiscal 2025, the Company entered into a definitive agreement to sell the Foxtel Group (“Foxtel”) to DAZN Group Limited (“DAZN”), and the sale closed on April 2, 2025. The results of operations and cash flows of Foxtel have been classified as discontinued operations for all periods presented in accordance with ASC 205-20, *Discontinued Operations*, as the disposition reflected a strategic shift that had a major effect on the Company’s operations and financial results. Upon reclassification of Foxtel’s results, the Company determined that the Subscription Video Services segment was no longer a reportable segment and the residual results of the segment were aggregated into the News Media segment. News Media segment results have been recast to reflect this change for all periods presented. See Note 12—Segment Information.

In all periods presented, transactions between Foxtel and the continuing operations of the Company that did not continue after the sale are eliminated, whereas those that continued are no longer eliminated.

The following table summarizes the results of operations from the discontinued operations of Foxtel for the three months ended September 30, 2024:

	<b>For the three months ended September 30, 2024</b>	
	<b>(in millions)</b>	
Revenues	\$	499
Operating expenses		(324)
Selling, general and administrative		(85)
Depreciation and amortization		(77)
Impairment and restructuring charges		(1)
Interest expense, net		(18)
Other, net		1
Loss before income tax benefit		(5)
Income tax benefit		—
Net loss		(5)
Net loss attributable to noncontrolling interests		6
Net income attributable to News Corporation stockholders	\$	1

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 3. REVENUES**

The following tables present the Company's disaggregated revenues by type and segment for the three months ended September 30, 2025 and 2024:

	For the three months ended September 30, 2025					
	Dow Jones	Digital Real Estate Services	Book Publishing	News Media	Other	Total Revenues
	(in millions)					
Revenues:						
Circulation and subscription	\$ 491	\$ 2	\$ —	\$ 289	\$ —	\$ 782
Advertising	85	41	—	191	—	317
Consumer	—	—	510	—	—	510
Real estate	—	370	—	—	—	370
Other	10	66	24	65	—	165
<b>Total Revenues</b>	<b>\$ 586</b>	<b>\$ 479</b>	<b>\$ 534</b>	<b>\$ 545</b>	<b>\$ —</b>	<b>\$ 2,144</b>

	For the three months ended September 30, 2024					
	Dow Jones	Digital Real Estate Services	Book Publishing	News Media	Other	Total Revenues
	(in millions)					
Revenues:						
Circulation and subscription	\$ 459	\$ 2	\$ —	\$ 282	\$ —	\$ 743
Advertising	85	38	—	198	—	321
Consumer	—	—	521	—	—	521
Real estate	—	357	—	—	—	357
Other	8	60	25	61	—	154
<b>Total Revenues</b>	<b>\$ 552</b>	<b>\$ 457</b>	<b>\$ 546</b>	<b>\$ 541</b>	<b>\$ —</b>	<b>\$ 2,096</b>

**Contract Liabilities and Assets**

The Company's deferred revenue balance primarily relates to amounts received from customers for subscriptions paid in advance of the services being provided. The following table presents changes in the deferred revenue balance for the three months ended September 30, 2025 and 2024:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Balance, beginning of period	\$ 498	\$ 483
Deferral of revenue	809	787
Recognition of deferred revenue <sup>(a)</sup>	(801)	(790)
Other	(2)	8
<b>Balance, end of period</b>	<b>\$ 504</b>	<b>\$ 488</b>

(a) For the three months ended September 30, 2025 and 2024, the Company recognized \$292 million and \$277 million, respectively, of revenue which was included in the opening deferred revenue balance.

The Company had contract assets of \$57 million and \$20 million as of September 30, 2025 and 2024, respectively.

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**Other Revenue Disclosures**

The Company typically expenses sales commissions to obtain a customer contract as incurred as the amortization period is twelve months or less. These costs are recorded within Selling, general and administrative in the Statements of Operations. The Company also does not capitalize significant financing components when the transfer of the good or service is paid within twelve months or less, or the consideration is received within twelve months or less of the transfer of the good or service.

For the three months ended September 30, 2025, the Company recognized approximately \$107 million in revenues related to performance obligations that were satisfied or partially satisfied in a prior reporting period. The remaining transaction price related to unsatisfied performance obligations as of September 30, 2025 was approximately \$1,114 million, of which approximately \$362 million is expected to be recognized over the remainder of fiscal 2026, \$318 million is expected to be recognized in fiscal 2027 and \$142 million is expected to be recognized in fiscal 2028, with the remainder to be recognized thereafter. These amounts do not include (i) contracts with an expected duration of one year or less, (ii) contracts for which variable consideration is determined based on the customer's subsequent sale or usage and (iii) variable consideration allocated to performance obligations accounted for under the series guidance that meets the allocation objective under ASC 606, *Revenue from Contracts with Customers*.

**NOTE 4. IMPAIRMENT AND RESTRUCTURING CHARGES**

During the three months ended September 30, 2025 and 2024, the Company recorded impairment and restructuring charges of \$19 million and \$22 million, including restructuring charges of \$14 million and \$22 million, respectively, primarily related to employee termination benefits.

Changes in restructuring program liabilities were as follows:

	For the three months ended September 30,					
	2025			2024		
	One time employee termination benefits	Other costs	Total	One time employee termination benefits	Other costs	Total
	(in millions)					
Balance, beginning of period	\$ 42	\$ 46	\$ 88	\$ 24	\$ 35	\$ 59
Additions	14	—	14	21	1	22
Payments	(23)	(1)	(24)	(22)	(2)	(24)
Other	4	1	5	—	—	—
Balance, end of period	<u>\$ 37</u>	<u>\$ 46</u>	<u>\$ 83</u>	<u>\$ 23</u>	<u>\$ 34</u>	<u>\$ 57</u>

As of September 30, 2025, restructuring liabilities of \$41 million were included in the Balance Sheet in Other current liabilities and \$42 million were included in Other non-current liabilities.

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 5. INVESTMENTS**

The Company's investments were comprised of the following:

	Ownership Percentage as of September 30, 2025	As of September 30, 2025	As of June 30, 2025
(in millions)			
Equity method investments <sup>(a)</sup>	various	\$ 86	\$ 85
Equity and other securities <sup>(b)</sup>	various	942	931
<b>Total Investments</b>		<b>\$ 1,028</b>	<b>\$ 1,016</b>

(a) Equity method investments include News UK's joint venture with DMG Media.

(b) Equity and other securities are primarily comprised of the Company's interest in DAZN, certain investments in China, Nexxen International, Ltd., REA Group's investment in Athena Home Loans and RipJar Ltd., an artificial intelligence-focused data analytics company.

The Company has equity securities with quoted prices in active markets as well as equity securities without readily determinable fair market values. Equity securities without readily determinable fair market values are valued at cost, less any impairment, plus or minus changes in fair value resulting from observable price changes in orderly transactions for an identical or similar investment of the same issuer. The components comprising total gains and losses on equity securities are set forth below:

	For the three months ended September 30,	
	2025	2024
(in millions)		
Total gains (losses) recognized on equity securities	\$ (1)	\$ 10
Less: Net gains (losses) recognized on equity securities sold	—	—
<b>Unrealized gains (losses) recognized on equity securities held at end of period</b>	<b>\$ (1)</b>	<b>\$ 10</b>

**Equity Losses of Affiliates**

The Company's share of the losses of its equity affiliates was \$2 million and \$3 million for the three months ended September 30, 2025 and 2024, respectively.

**NOTE 6. BORROWINGS**

The Company's total borrowings consist of the following:

	Interest rate at September 30, 2025	Maturity at September 30, 2025	As of September 30, 2025	As of June 30, 2025
(in millions)				
<b>News Corporation</b>				
2022 Term loan A <sup>(a)</sup>	5.771 %	Mar 31, 2027	\$ 469	\$ 475
2022 Senior notes	5.125 %	Feb 15, 2032	494	494
2021 Senior notes	3.875 %	May 15, 2029	993	993
<b>REA Group<sup>(b)</sup></b>				
2024 REA credit facility — tranche 1 <sup>(c)</sup>	5.08 %	Sep 15, 2028	—	—
<b>Total borrowings</b>			<b>1,956</b>	<b>1,962</b>
Less: current portion <sup>(d)</sup>			(25)	(25)
<b>Long-term borrowings</b>			<b>\$ 1,931</b>	<b>\$ 1,937</b>

(a) The Company entered into an interest rate swap derivative to fix the floating rate interest component of its Term A Loans at 2.083%. For the three months ended September 30, 2025, the Company was paying interest at an effective interest rate of 3.458%. See Note 8—Financial Instruments and Fair Value Measurements.

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

- (b) Borrowings under this facility are incurred by REA Group and certain of its subsidiaries (REA Group and certain of its subsidiaries, the “REA Debt Group”), consolidated but non wholly-owned subsidiaries of News Corp, and are only guaranteed by the REA Debt Group and are non-recourse to News Corp.
- (c) This facility was amended during the three months ended September 30, 2025 to reduce the total amount available under the facility to A\$200 million. As of September 30, 2025, REA Group had total undrawn commitments of A\$200 million available under this facility.
- (d) The current portion of long term debt as of September 30, 2025 and June 30, 2025 relates to required principal repayments on the 2022 Term Loan A.

**HarperCollins Equipment Lease**

In October 2025, HarperCollins entered into a finance leasing arrangement for up to \$120 million of equipment for a new warehouse (the “Equipment Lease”). Interest accrues on amounts drawn under the Equipment Lease based on the Term SOFR plus a margin of 1.475%. The Equipment Lease may be drawn on until June 30, 2028, after which lease payments commence for a term of 7 years. The lease obligations are secured by the acquired equipment, and ownership of the equipment acquired under the Equipment Lease will transfer to HarperCollins at the end of the lease term. The Equipment Lease will be classified as a finance lease on the Company’s balance sheet.

**Covenants**

The Company’s borrowings and those of its consolidated subsidiaries contain customary representations, covenants and events of default, including those discussed in the Company’s 2025 Form 10-K. If any of the events of default occur and are not cured within applicable grace periods or waived, any unpaid amounts under the applicable debt agreements may be declared immediately due and payable. The Company was in compliance with all applicable covenants at September 30, 2025.

**NOTE 7. EQUITY**

The following tables summarize changes in equity for the three months ended September 30, 2025 and 2024:

	For the three months ended September 30, 2025									
	Class A Common Stock		Class B Common Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total News Corp Equity	Non-controlling Interests	Total Equity
	Shares	Amount	Shares	Amount						
	(in millions)									
Balance, June 30, 2025	377	\$ 4	189	\$ 2	\$11,058	\$ (747)	\$ (1,543)	\$ 8,774	\$ 615	\$ 9,389
Net income	—	—	—	—	—	112	—	112	38	150
Other comprehensive (loss) income	—	—	—	—	—	—	(24)	(24)	1	(23)
Dividends	—	—	—	—	(57)	—	—	(57)	(47)	(104)
Share repurchases	(2)	—	(1)	—	(65)	(29)	—	(94)	—	(94)
Other	1	—	—	—	(7)	—	—	(7)	(1)	(8)
Balance, September 30, 2025	<u>376</u>	<u>\$ 4</u>	<u>188</u>	<u>\$ 2</u>	<u>\$10,929</u>	<u>\$ (664)</u>	<u>\$ (1,567)</u>	<u>\$ 8,704</u>	<u>\$ 606</u>	<u>\$ 9,310</u>

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For the three months ended September 30, 2024

	Class A Common Stock		Class B Common Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total News Corp Equity	Non- controlling Interests	Total Equity
	Shares	Amount	Shares	Amount						
	(in millions)									
Balance, June 30, 2024	379	\$ 4	190	\$ 2	\$11,254	\$ (1,889)	\$ (1,251)	\$ 8,120	\$ 891	\$ 9,011
Net income	—	—	—	—	—	119	—	119	25	144
Other comprehensive income	—	—	—	—	—	—	120	120	31	151
Dividends	—	—	—	—	(57)	—	—	(57)	(35)	(92)
Share repurchases	(1)	—	—	—	(29)	(9)	—	(38)	—	(38)
Other	1	—	—	—	(11)	—	—	(11)	1	(10)
Balance, September 30, 2024	<u>379</u>	<u>\$ 4</u>	<u>190</u>	<u>\$ 2</u>	<u>\$11,157</u>	<u>\$ (1,779)</u>	<u>\$ (1,131)</u>	<u>\$ 8,253</u>	<u>\$ 913</u>	<u>\$ 9,166</u>

### Stock Repurchases

On September 22, 2021, the Company announced a stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of the Company's outstanding Class A Common Stock and Class B Common Stock (the "2021 Repurchase Program"). On July 15, 2025, the Company announced a new stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of the Company's outstanding Class A Common Stock and Class B Common Stock (the "2025 Repurchase Program" and, together with the 2021 Repurchase Program, the "Stock Repurchase Programs"), which is in addition to the remaining authorized amount under the 2021 Repurchase Program.

The manner, timing, number and share price of any repurchases will be determined by the Company at its discretion and will depend upon such factors as the market price of the stock, general market conditions, applicable securities laws, alternative investment opportunities and other factors. The Stock Repurchase Programs have no time limit and may be modified, suspended or discontinued at any time. As of September 30, 2025, the remaining authorized amount under the Stock Repurchase Programs was approximately \$1,216 million.

The following table summarizes the shares repurchased under the Stock Repurchase Programs and subsequently retired and the related consideration paid during the three months ended September 30, 2025 and 2024:

	For the three months ended September 30,			
	2025		2024	
	Shares	Amount	Shares	Amount
	(in millions)			
Class A Common Stock	2.1	\$ 62	0.9	\$ 25
Class B Common Stock	0.9	32	0.4	13
Total	<u>3.0</u>	<u>\$ 94</u>	<u>1.3</u>	<u>\$ 38</u>

### Stockholders Agreement

On September 8, 2025, the Company entered into a new stockholders agreement (the "New Stockholders Agreement") with LGC Holdco, LLC ("LGC Holdco") and certain Murdoch family trusts (collectively, the "LGC Family Trusts"). In connection with this decision, the stockholders agreement between the Company and the Murdoch Family Trust (See Note 12—Stockholders' Equity in the 2025 Form 10-K) was terminated.

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The New Stockholders Agreement limits the LGC Family Trusts and LGC Holdco from owning, collectively with certain Murdoch family members (the “Murdoch Individuals”), more than 44% of the outstanding voting power of the shares of the Company’s Class B Common Stock (“Class B Shares”) and requires the LGC Family Trusts and LGC Holdco to forfeit votes to the extent necessary to ensure that the Murdoch Individuals, the LGC Family Trusts and LGC Holdco collectively do not exceed 44% of the outstanding voting power of the Class B Shares, except where a Murdoch Individual votes their own shares differently from the others on any matter. In addition, the New Stockholders Agreement provides (a) the Company with a right of first refusal with respect to any underwritten public offering of the Class B Shares held by the LGC Family Trusts or LGC Holdco to anyone other than the Murdoch Individuals and their affiliates, subject to certain exceptions, and (b) the LGC Family Trusts and LGC Holdco with certain customary registration rights. The New Stockholders Agreement will terminate upon the distribution of all or substantially all of the Class B Shares held by the LGC Family Trusts or LGC Holdco.

**Dividends**

In August 2025, the Board of Directors declared a semi-annual cash dividend of \$0.10 per share for Class A Common Stock and Class B Common Stock. The dividend was paid on October 8, 2025 to stockholders of record as of September 10, 2025. The timing, declaration, amount and payment of future dividends to stockholders, if any, is within the discretion of the Board of Directors. The Board of Directors’ decisions regarding the payment of future dividends will depend on many factors, including the Company’s financial condition, earnings, capital requirements and debt facility covenants, other contractual restrictions, as well as legal requirements, regulatory constraints, industry practice, market volatility and other factors that the Board of Directors deems relevant.

**NOTE 8. FINANCIAL INSTRUMENTS AND FAIR VALUE MEASUREMENTS**

In accordance with ASC 820, *Fair Value Measurements* (“ASC 820”) fair value measurements are required to be disclosed using a three-tiered fair value hierarchy which distinguishes market participant assumptions into the following categories:

- Level 1 — Quoted prices in active markets for identical assets or liabilities.
- Level 2 — Observable inputs other than quoted prices included in Level 1. The Company could value assets and liabilities included in this level using dealer and broker quotations, certain pricing models, bid prices, quoted prices for similar assets and liabilities in active markets or other inputs that are observable or can be corroborated by observable market data.
- Level 3 — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. For the Company, this primarily includes the use of forecasted financial information and other valuation related assumptions such as discount rates and long term growth rates in the income approach as well as the market approach which utilizes certain market and transaction multiples.

The following table summarizes assets and liabilities, as applicable, measured at fair value:

	As of September 30, 2025				As of June 30, 2025			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
	(in millions)							
<b>Assets:</b>								
Interest rate derivatives - cash flow hedges	\$ —	\$ 10	\$ —	\$ 10	\$ —	\$ 12	\$ —	\$ 12
Equity and other securities	74	54	814	942	67	50	814	931
<b>Total assets</b>	<b>\$ 74</b>	<b>\$ 64</b>	<b>\$ 814</b>	<b>\$ 952</b>	<b>\$ 67</b>	<b>\$ 62</b>	<b>\$ 814</b>	<b>\$ 943</b>

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**Equity and Other Securities**

The fair values of equity and other securities with quoted prices in active markets, which are classified as Level 1 in the fair value hierarchy outlined above, and those that rely on significant observable inputs other than quoted prices in active markets, which are classified as Level 2 in the fair value hierarchy outlined above, are determined based on the closing price at the end of each reporting period. The fair values of equity and other securities without readily determinable fair market values are determined based on cost, less any impairment, plus or minus changes in fair value resulting from observable price changes in orderly transactions for an identical or similar investment of the same issuer. These securities are classified as Level 3 in the fair value hierarchy outlined above.

A rollforward of the Company's equity and other securities classified as Level 3 is as follows:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Balance - beginning of period	\$ 814	\$ 122
Additions	3	—
Foreign exchange and other	(3)	2
Balance - end of period	<u>\$ 814</u>	<u>\$ 124</u>

**Derivative Instruments**

The Company is directly and indirectly affected by risks associated with changes in certain market conditions. When deemed appropriate, the Company uses derivative instruments to mitigate the potential impact of these market risks. The primary market risk managed by the Company through the use of derivative instruments relates to interest rate risk arising from floating rate News Corporation borrowings.

The Company formally designates qualifying derivatives as hedge relationships and applies hedge accounting when considered appropriate. The Company does not use derivative financial instruments for trading or speculative purposes.

Derivatives are classified as current or non-current in the Balance Sheets based on their maturity dates. Refer to the table below for further details:

	Balance Sheet Classification	As of	
		September 30, 2025	June 30, 2025
		(in millions)	
Interest rate derivatives—cash flow hedges	Other current assets	\$ 6	\$ 7
Interest rate derivatives—cash flow hedges	Other non-current assets	\$ 4	\$ 5

*Cash Flow Hedges*

The Company utilizes interest rate derivatives to mitigate interest rate risk in relation to future interest payments.

The total notional value of interest rate swap derivatives designated for hedging was approximately \$469 million as of September 30, 2025 for News Corporation borrowings. The maximum hedged term over which the Company is hedging exposure to variability in interest payments is to March 2027. As of September 30, 2025, the Company estimates that approximately \$7 million of net derivative gains related to its interest rate swap derivative cash flow hedges included in Accumulated other comprehensive loss will be reclassified into the Statements of Operations within the next twelve months.

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The following tables present the impact that changes in the fair values had on Accumulated other comprehensive loss and the Statements of Operations during the three months ended September 30, 2025 and 2024 for derivatives designated as cash flow hedges:

Gains (losses) recognized in Accumulated other comprehensive loss for the three months ended September 30, 2025 and 2024, by derivative instrument:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Interest rate derivatives—cash flow hedges	\$ 1	\$ (10)

(Gains) losses reclassified from Accumulated other comprehensive loss into the Statements of Operations for the three months ended September 30, 2025 and 2024, by derivative instrument:

	Income Statement Classification	For the three months ended September 30,	
		2025	2024
		(in millions)	
Interest rate derivatives—cash flow hedges	Interest income, net	\$ (3)	\$ (4)

**Other Fair Value Measurements**

As of September 30, 2025, the carrying value of the Company's outstanding borrowings approximates the fair value. The 2022 Senior Notes and the 2021 Senior Notes are classified as Level 2 and the remaining borrowings are classified as Level 3 in the fair value hierarchy.

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**NOTE 9. EARNINGS (LOSS) PER SHARE**

The following table sets forth the computation of basic and diluted earnings (loss) per share under ASC 260, *Earnings per Share*:

	For the three months ended September 30,	
	2025	2024
(in millions, except per share amounts)		
Net income from continuing operations	\$ 150	\$ 149
Net loss from discontinued operations, net of tax	—	(5)
Net income	150	144
Net income attributable to noncontrolling interests from continuing operations	(38)	(31)
Net income attributable to noncontrolling interests from discontinued operations	—	6
Net income attributable to News Corporation stockholders	\$ 112	\$ 119
Weighted-average number of shares of common stock outstanding - basic	564.9	569.2
Dilutive effect of equity awards	2.0	2.0
Weighted-average number of shares of common stock outstanding - diluted	566.9	571.2
Net income attributable to News Corporation stockholders per share:		
Basic		
Continuing operations	\$ 0.20	\$ 0.21
Discontinued operations	—	—
	\$ 0.20	\$ 0.21
Diluted		
Continuing operations	\$ 0.20	\$ 0.21
Discontinued operations	—	—
	\$ 0.20	\$ 0.21

**NOTE 10. COMMITMENTS AND CONTINGENCIES****Commitments**

The Company has commitments under certain firm contractual arrangements to make future payments. These firm commitments secure the current and future rights to various assets and services to be used in the normal course of operations. During the three months ended September 30, 2025, the Company entered into new leases, some of which will commence subsequent to fiscal 2026, and extended the terms of certain other leases. As a result, the Company has presented its commitments associated with its operating leases in the table below. The Company's remaining commitments as of September 30, 2025 have not changed significantly from the disclosures included in the 2025 Form 10-K.

	As of September 30, 2025				
	Payments Due by Period				
	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
(in millions)					
Operating leases	\$ 106	\$ 216	\$ 177	\$ 1,066	\$ 1,565

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***Contingencies***

The Company routinely is involved in various legal proceedings, claims and governmental inspections or investigations, including those discussed below. The outcome of these matters and claims is subject to significant uncertainty, and the Company often cannot predict what the eventual outcome of pending matters will be or the timing of the ultimate resolution of these matters. Fees, expenses, fines, penalties, judgments or settlement costs which might be incurred by the Company in connection with the various proceedings could adversely affect its results of operations and financial condition.

The Company establishes an accrued liability for legal claims when it determines that a loss is probable and the amount of the loss can be reasonably estimated. Once established, accruals are adjusted from time to time, as appropriate, in light of additional information. The amount of any loss ultimately incurred in relation to matters for which an accrual has been established may be higher or lower than the amounts accrued for such matters. Legal fees associated with litigation and similar proceedings are expensed as incurred. Except as otherwise provided below, for the contingencies disclosed for which there is at least a reasonable possibility that a loss may be incurred, the Company was unable to estimate the amount of loss or range of loss. The Company recognizes gain contingencies when the gain becomes realized or realizable.

*Dow Jones*

Beginning in August 2024, a number of purported class action complaints have been filed in the U.S. District Court for the Northern District of Illinois against certain pipe converters, distributors and the Company's subsidiary, Oil Price Information Service, LLC ("OPIS"), alleging violations of federal and state antitrust laws. The complaints seek treble damages, injunctive relief and attorneys' fees and costs. In May 2025, the Company entered into a settlement which would resolve the complaints. The settlement received preliminary court approval in July 2025 but remains subject to final approval. In September 2025, a similar purported class action was filed in the Supreme Court of British Columbia alleging violations of certain provisions of Canadian law and claiming damages and costs among other relief. The Company is currently evaluating this action, and it is not possible at this time to predict with any degree of certainty the ultimate outcome.

In addition, (i) in January 2025, OPIS received a grand jury subpoena issued by the U.S. District Court for the Northern District of California, from the U.S. Department of Justice Antitrust Division, and (ii) in April 2025, OPIS received a civil investigative demand ("CID") from a state attorney general. Both the subpoena and the CID call for production of documents related to PVC pipe, including documents relating to the publication of the PVC and Pipe Weekly Report. OPIS is complying with its obligations under the subpoena and CID.

*HarperCollins*

Beginning in February 2021, a number of purported class action complaints have been filed in the U.S. District Court for the Southern District of New York (the "N.Y. District Court") against Amazon.com, Inc. ("Amazon") and certain publishers, including the Company's subsidiary, HarperCollins Publishers, L.L.C. ("HarperCollins" and together with the other publishers, the "Publishers"), alleging violations of antitrust and competition laws. The complaints seek treble damages, injunctive relief and attorneys' fees and costs. In August 2023, the N.Y. District Court dismissed the complaints in one of the cases with prejudice and in March 2024, the court dismissed the complaint against the Publishers in the remaining case with prejudice. However, the plaintiffs' time to appeal the N.Y. District Court's decision to dismiss in the latter case does not expire until the complaint against Amazon in that case has been finally determined. While it is not possible at this time to predict with any degree of certainty the ultimate outcome of these actions, HarperCollins believes it has been compliant with applicable laws and intends to defend itself vigorously.

In September 2025, a class action lawsuit against Anthropic PBC, in which HarperCollins is a class member, received preliminary court approval for settlement. As the timing and final amount of any potential proceeds receivable under the settlement remain uncertain, the Company has not recognized any gain related to this matter for the three months ended September 30, 2025.

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*U.K. Newspaper Matters*

Civil claims have been brought against the Company with respect to, among other things, voicemail interception and inappropriate payments to public officials at the Company's former publication, *The News of the World*, and at *The Sun*, and related matters (the "U.K. Newspaper Matters"). The Company has admitted liability in many civil cases and has settled a number of cases. The Company also settled a number of claims through a private compensation scheme which was closed to new claims after April 8, 2013.

In connection with the separation of the Company from Twenty-First Century Fox, Inc. ("21st Century Fox") on June 28, 2013, the Company and 21st Century Fox agreed in the Separation and Distribution Agreement that 21st Century Fox would indemnify the Company for payments made after such date arising out of civil claims and investigations relating to the U.K. Newspaper Matters as well as legal and professional fees and expenses paid in connection with the previously concluded criminal matters, other than fees, expenses and costs relating to employees (i) who are not directors, officers or certain designated employees or (ii) with respect to civil matters, who are not co-defendants with the Company or 21st Century Fox. 21st Century Fox's indemnification obligations with respect to these matters are settled on an after-tax basis. In March 2019, as part of the separation of FOX Corporation ("FOX") from 21st Century Fox, the Company, News Corp Holdings UK & Ireland, 21st Century Fox and FOX entered into a Partial Assignment and Assumption Agreement, pursuant to which, among other things, 21st Century Fox assigned, conveyed and transferred to FOX all of its indemnification obligations with respect to the U.K. Newspaper Matters.

The net expense related to the U.K. Newspaper Matters in Selling, general and administrative was \$1 million and \$2 million for the three months ended September 30, 2025 and 2024, respectively. As of September 30, 2025, the Company has provided for its best estimate of the liability for the claims that have been filed and costs incurred and has accrued approximately \$20 million. The amount to be indemnified by FOX of approximately \$28 million was recorded as a receivable in Other current assets on the Balance Sheet as of September 30, 2025. It is not possible to estimate the liability or corresponding receivable for any additional claims that may be filed given the information that is currently available to the Company. If more claims are filed and additional information becomes available, the Company will update the liability provision and corresponding receivable for such matters.

The Company is not able to predict the ultimate outcome or cost of the civil claims. It is possible that these proceedings and any adverse resolution thereof could damage its reputation, impair its ability to conduct its business and adversely affect its results of operations and financial condition.

**NOTE 11. INCOME TAXES**

At the end of each interim period, the Company estimates its annual effective tax rate and applies that rate to ordinary quarterly earnings. The tax expense or benefit related to significant, unusual or extraordinary items that will be separately reported or reported net of their related tax effect are individually computed and recognized in the interim period in which those items occur. In addition, the effects of changes in enacted tax laws or rates or tax status are recognized in the interim period in which the change occurs.

For the three months ended September 30, 2025, the Company recorded income tax expense of \$62 million on pre-tax income from continuing operations of \$212 million, resulting in an effective tax rate that was higher than the U.S. statutory tax rate. The tax rate was impacted by foreign operations which are subject to higher tax rates and by valuation allowances recorded against tax benefits in certain businesses.

For the three months ended September 30, 2024, the Company recorded income tax expense of \$61 million on pre-tax income from continuing operations of \$210 million, resulting in an effective tax rate that was higher than the U.S. statutory tax rate. The tax rate was impacted by foreign operations which are subject to higher tax rates and by valuation allowances recorded against tax benefits in certain businesses.

Management assesses available evidence to determine whether sufficient future taxable income will be generated to permit the use of existing deferred tax assets. Based on management's assessment of available evidence, it has been determined that it is more likely than not that certain deferred tax assets may not be realized and therefore, a valuation allowance has been established against those tax assets.

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The Company's tax returns are subject to on-going review and examination by various tax authorities. Tax authorities may not agree with the treatment of items reported in the Company's tax returns, and therefore the outcome of tax reviews and examinations can be unpredictable. The Company is currently undergoing audits with certain U.S. states and foreign jurisdictions. The Company believes it has appropriately accrued for the expected outcome of uncertain tax matters and believes such liabilities represent a reasonable provision for taxes ultimately expected to be paid. However, the Company may need to accrue additional income tax expense and its liability may need to be adjusted as new information becomes known and as these tax examinations continue to progress, or as settlements or litigations occur.

On July 4, 2025, H.R. 1 - One Big Beautiful Bill Act ("OBBBA") was enacted into law. The OBBBA makes permanent key elements of the Tax Cuts and Jobs Act, including 100% bonus depreciation, domestic research cost expensing, and the business interest expense limitation. Certain provisions of OBBBA will become effective for the Company's fiscal 2026, while others will take effect beginning in fiscal 2027. ASC 740, *Income Taxes* requires the effects of changes in tax rates and laws on deferred tax balances to be recognized in the period in which the legislation is enacted. The OBBBA maintains the U.S. Federal income tax rate of 21%. The Company does not expect OBBBA to materially impact its effective tax rate, however the Company continues to assess the impact of OBBBA including future expected guidance from the U.S. Treasury Department and States.

The Organization for Economic Cooperation and Development ("OECD") has proposed a global minimum tax of 15% of reported profits ("Pillar 2") that has been agreed upon in principle by over 140 countries. Since the proposal, many countries, including the U.K. and Australia, incorporated Pillar 2 model rule concepts into their domestic laws. Although the model rules provide a framework for applying the minimum tax, countries may enact Pillar 2 slightly differently than the model rules and on different timelines and may adjust domestic tax incentives in response to Pillar 2. Following an executive order issued by the United States in January 2025 announcing opposition to aspects of these rules, the G7 issued a statement on June 28, 2025 acknowledging that U.S. parented groups would be exempt from certain aspects of Pillar 2 in recognition of existing U.S. minimum tax rules to which they are subject. The statement acknowledges that these issues have relevance to the wider group of countries in the OECD Inclusive Framework with a view to reaching an acceptable solution for all.

While these rules are not currently expected to have a material impact on the Company's results of operations, their application continues to evolve, and the outcome may alter aspects of how the Company's tax obligations are determined in countries in which it does business. In addition, while several jurisdictions have rolled back their digital services taxes, certain jurisdictions continue to maintain, or have enacted new digital services taxes. Those taxes have had limited impact on the Company's overall tax obligations, but the Company continues to monitor them.

The Company paid gross income taxes of \$56 million and \$48 million during the three months ended September 30, 2025 and 2024, respectively, and received tax refunds of \$1 million in each of those periods.

#### **NOTE 12. SEGMENT INFORMATION**

The Company manages and reports its businesses in the following five segments:

- **Dow Jones**—The Dow Jones segment consists of Dow Jones, a global provider of news and business information whose products target individual consumers and enterprise customers and are distributed through a variety of media channels including websites, mobile apps, newspapers, newswires, newsletters, magazines, proprietary databases, live journalism, video and podcasts. Dow Jones's consumer products include premier brands such as *The Wall Street Journal*, *Barron's*, *MarketWatch* and *Investor's Business Daily*. Dow Jones's professional information products, which target enterprise customers, include Dow Jones Risk & Compliance, a leading provider of data and other solutions to help customers identify and manage regulatory, corporate, geopolitical, security and reputational risk with tools focused on financial crime, sanctions, trade and other risks and compliance requirements, Dow Jones Energy, a leading provider of pricing data, news, insights, analysis and other information for energy commodities and key base chemicals, Factiva, a leading provider of global business content, and Dow Jones Newswires, which distributes real-time business news, information and analysis to financial professionals and investors.

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- **Digital Real Estate Services**—The Digital Real Estate Services segment consists of the Company’s 61.4% interest in REA Group and 80% interest in Move. The remaining 20% interest in Move is held by REA Group. REA Group is a market-leading digital media business specializing in property and is listed on the Australian Securities Exchange (“ASX”) (ASX: REA). REA Group advertises property and property-related services on its websites and mobile apps, including Australia’s leading residential, commercial and share property websites, realestate.com.au, realcommercial.com.au and Flatmates.com.au, property.com.au and Housing.com in India. In addition, REA Group provides property-related data to the financial sector and financial services through a digital property search and financing experience and a mortgage broking offering.  
  
Move is a leading provider of digital real estate services in the U.S. and primarily operates Realtor.com®, a premier real estate information, advertising and services platform. Move offers real estate advertising solutions to agents and brokers, including its RealPRO Select<sup>SM</sup>, Connections<sup>SM</sup> Plus and Listing Toolkit products as well as its referral-based services, ReadyConnect Concierge<sup>SM</sup> and RealChoice<sup>TM</sup> Selling. Move also offers online tools and services to do-it-yourself landlords and tenants.
- **Book Publishing**—The Book Publishing segment consists of HarperCollins, the second largest consumer book publisher in the world, with operations in 15 countries and particular strengths in general fiction, nonfiction, children’s and religious publishing. HarperCollins owns more than 120 branded publishing imprints, including Harper, William Morrow, Mariner, HarperCollins Children’s Books, Avon, Harlequin and Christian publishers Zondervan and Thomas Nelson, and publishes works by well-known authors such as Harper Lee, George Orwell, Agatha Christie and Zora Neale Hurston, as well as global author brands including J.R.R. Tolkien, C.S. Lewis, Daniel Silva, Karin Slaughter and Dr. Martin Luther King, Jr. It is home to many beloved children’s books and series and a significant Christian publishing business.
- **News Media**—The News Media segment consists primarily of News Corp Australia, News UK and the *New York Post* and includes *The Australian*, *The Daily Telegraph*, *Herald Sun*, *The Courier Mail*, *The Advertiser* and the news.com.au website in Australia, *The Times*, *The Sunday Times*, *The Sun*, *The Sun on Sunday* and thesun.co.uk in the U.K. and the-sun.com in the U.S. This segment also includes News Broadcasting (formerly Wireless Group), operator of talkSPORT, the leading sports radio network in the U.K., Talk in the U.K., Australian News Channel, which operates the Sky News Australia network, Australia’s 24-hour multi-channel, multi-platform news service, and Storyful, a social media content agency.
- **Other**—The Other segment consists primarily of general corporate overhead expenses, strategy costs and costs related to the U.K. Newspaper Matters.

The Company’s chief operating decision maker (“CODM”) is its Chief Executive Officer. Segment EBITDA is the primary measure used by the Company’s CODM to evaluate the performance of, and allocate resources within, the Company’s businesses. The CODM uses Segment EBITDA to compare actual results to budget and uses this information to, among other things, allocate resources such as incentive compensation to segment managers. Segment EBITDA is defined as revenues less operating expenses and selling, general and administrative expenses. Segment EBITDA does not include: depreciation and amortization, impairment and restructuring charges, equity losses of affiliates, interest (expense) income, net, other, net, income tax (expense) benefit and net income (loss) from discontinued operations, net of tax. Segment EBITDA may not be comparable to similarly titled measures reported by other companies, since companies and investors may differ as to what items should be included in the calculation of Segment EBITDA. Segment EBITDA provides management, investors and equity analysts with a measure to analyze the operating performance of each of the Company’s business segments and its enterprise value against historical data and competitors’ data, although historical results may not be indicative of future results (as operating performance is highly contingent on many factors, including customer tastes and preferences).

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Segment information is summarized as follows:

	For the three months ended September 30, 2025					
	Dow Jones	Digital Real Estate Services	Book Publishing	News Media	Other	Total
	(in millions)					
Segment information:						
Revenues	\$ 586	\$ 479	\$ 534	\$ 545	\$ —	\$ 2,144
<i>Significant segment expenses:</i>						
Operating expenses	(238)	(53)	(354)	(296)	—	(941)
Selling, general and administrative	(204)	(268)	(122)	(219)	(50)	(863)
Segment EBITDA	\$ 144	\$ 158	\$ 58	\$ 30	\$ (50)	\$ 340
Depreciation and amortization						(117)
Impairment and restructuring charges						(19)
Equity losses of affiliates						(2)
Interest income, net						6
Other, net						4
Income before income tax expense from continuing operations						212
Income tax expense from continuing operations						(62)
Net income from continuing operations						150
Net income from discontinued operations, net of tax						—
Net income						<u>\$ 150</u>

	For the three months ended September 30, 2024					
	Dow Jones	Digital Real Estate Services	Book Publishing	News Media	Other	Total
	(in millions)					
Segment information:						
Revenues	\$ 552	\$ 457	\$ 546	\$ 541	\$ —	\$ 2,096
<i>Significant segment expenses:</i>						
Operating expenses	(239)	(47)	(365)	(301)	—	(952)
Selling, general and administrative	(182)	(270)	(100)	(222)	(45)	(819)
Segment EBITDA	\$ 131	\$ 140	\$ 81	\$ 18	\$ (45)	\$ 325
Depreciation and amortization						(112)
Impairment and restructuring charges						(22)
Equity losses of affiliates						(3)
Interest expense, net						—
Other, net						22
Income before income tax expense from continuing operations						210
Income tax expense from continuing operations						(61)
Net income from continuing operations						149
Net loss from discontinued operations, net of tax						(5)
Net income						<u>\$ 144</u>

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

	For the three months ended September 30,	
	2025	2024
(in millions)		
Depreciation and amortization:		
Dow Jones	\$ 40	\$ 39
Digital Real Estate Services	37	36
Book Publishing	15	13
News Media	24	23
Other	1	1
<b>Total Depreciation and amortization</b>	<b>\$ 117</b>	<b>\$ 112</b>

	For the three months ended September 30,	
	2025	2024
(in millions)		
Capital expenditures:		
Dow Jones	\$ 15	\$ 16
Digital Real Estate Services	38	39
Book Publishing	8	3
News Media	18	17
Other	2	—
<b>Total Capital expenditures</b>	<b>\$ 81</b>	<b>\$ 75</b>

	As of	As of
	September 30, 2025	June 30, 2025
(in millions)		
Total assets:		
Dow Jones	\$ 4,088	\$ 4,134
Digital Real Estate Services	3,192	3,202
Book Publishing	2,814	2,767
News Media	2,022	2,102
Other <sup>(a)</sup>	2,199	2,283
Investments	1,028	1,016
<b>Total assets</b>	<b>\$ 15,343</b>	<b>\$ 15,504</b>

(a) The Other segment primarily includes Cash and cash equivalents.

	As of	As of
	September 30, 2025	June 30, 2025
(in millions)		
Goodwill and intangible assets, net:		
Dow Jones	\$ 3,280	\$ 3,256
Digital Real Estate Services	1,809	1,798
Book Publishing	924	941
News Media	304	308
<b>Total Goodwill and intangible assets, net</b>	<b>\$ 6,317</b>	<b>\$ 6,303</b>

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 13. ADDITIONAL FINANCIAL INFORMATION*****Receivables, net***

Receivables are presented net of allowances, which reflect the Company's expected credit losses based on historical experience as well as current and expected economic conditions.

Receivables, net consist of:

	As of September 30, 2025	As of June 30, 2025
	(in millions)	
Receivables	\$ 1,690	\$ 1,618
Less: allowances	(55)	(56)
Receivables, net	<u>\$ 1,635</u>	<u>\$ 1,562</u>

***Other Non-Current Assets***

The following table sets forth the components of Other non-current assets:

	As of September 30, 2025	As of June 30, 2025
	(in millions)	
Royalty advances to authors	\$ 376	\$ 377
Non-current receivables	325	320
Retirement benefit assets	166	165
News America Marketing deferred consideration <sup>(a)</sup>	191	—
Other	134	138
Total Other non-current assets	<u>\$ 1,192</u>	<u>\$ 1,000</u>

(a) The balance of the News America Marketing deferred consideration was reclassified to Other non-current assets during the three months ended September 30, 2025, as the Company has amended the agreement to extend the payment due date.

***Other Current Liabilities***

The following table sets forth the components of Other current liabilities:

	As of September 30, 2025	As of June 30, 2025
	(in millions)	
Royalties and commissions payable	\$ 238	\$ 202
Allowance for sales returns	129	138
Current operating lease liabilities	71	74
Other	253	300
Total Other current liabilities	<u>\$ 691</u>	<u>\$ 714</u>

**NEWS CORPORATION**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

**Other, net**

The following table sets forth the components of Other, net:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Remeasurement of equity securities	\$ (1)	\$ 10
Other	5	12
Total Other, net	\$ 4	\$ 22

**Supplemental Cash Flow Information**

The following table sets forth the Company's cash paid for interest and taxes:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Cash paid for interest	\$ 20	\$ 15
Cash paid for taxes	\$ 56	\$ 48

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### ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*This document, including the following discussion and analysis, contains statements that constitute “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and Section 27A of the Securities Act of 1933, as amended. All statements that are not statements of historical fact are forward-looking statements. The words “expect,” “will,” “estimate,” “anticipate,” “predict,” “believe,” “should” and similar expressions and variations thereof are intended to identify forward-looking statements. These statements appear in a number of places in this discussion and analysis and include statements regarding the intent, belief or current expectations of the Company, its directors or its officers with respect to, among other things, trends affecting the Company’s business, financial condition or results of operations, the Company’s strategy and strategic initiatives, including potential acquisitions, investments and dispositions, the Company’s cost savings initiatives and the outcome of contingencies such as litigation and investigations. Readers are cautioned that any forward-looking statements are not guarantees of future performance and involve risks and uncertainties. More information regarding these risks and uncertainties and other important factors that could cause actual results to differ materially from those in the forward-looking statements is set forth under the heading “Risk Factors” in Part I, Item 1A. in News Corporation’s Annual Report on Form 10-K for the fiscal year ended June 30, 2025, as filed with the Securities and Exchange Commission (the “SEC”) on August 6, 2025 (the “2025 Form 10-K”), and as may be updated in this and other subsequent Quarterly Reports on Form 10-Q. The Company does not ordinarily make projections of its future operating results and undertakes no obligation (and expressly disclaims any obligation) to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. Readers should carefully review this document and the other documents filed by the Company with the SEC. This section should be read together with the unaudited consolidated financial statements of News Corporation and related notes set forth elsewhere herein and the audited consolidated financial statements of News Corporation and related notes set forth in the 2025 Form 10-K.*

#### INTRODUCTION

News Corporation (together with its subsidiaries, “News Corporation,” “News Corp,” the “Company,” “we” or “us”) is a global diversified media and information services company comprised of businesses across a range of media, including: information services and news, digital real estate services and book publishing.

The unaudited consolidated financial statements are referred to herein as the “Consolidated Financial Statements.” The consolidated statements of operations are referred to herein as the “Statements of Operations.” The consolidated balance sheets are referred to herein as the “Balance Sheets.” The consolidated statements of cash flows are referred to herein as the “Statements of Cash Flows.” The Consolidated Financial Statements have been prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”).

Management’s discussion and analysis of financial condition and results of operations is intended to help provide an understanding of the Company’s financial condition, changes in financial condition and results of operations. This discussion is organized as follows:

- **Overview of the Company’s Businesses**—This section provides a general description of the Company’s businesses, as well as developments that occurred to date during fiscal 2026 that the Company believes are important in understanding its results of operations and financial condition or to disclose known trends.
- **Results of Operations**—This section provides an analysis of the Company’s results of operations for the three months ended September 30, 2025 and 2024. This analysis is presented on both a consolidated basis and a segment basis. In addition, a brief description is provided of significant transactions and events that impact the comparability of the results being analyzed.
- **Liquidity and Capital Resources**—This section provides an analysis of the Company’s cash flows for the three months ended September 30, 2025 and 2024, as well as a discussion of the Company’s financial arrangements and outstanding commitments, both firm and contingent, that existed as of September 30, 2025.

## OVERVIEW OF THE COMPANY'S BUSINESSES

The Company manages and reports its businesses in the following five segments:

- **Dow Jones**—The Dow Jones segment consists of Dow Jones, a global provider of news and business information whose products target individual consumers and enterprise customers and are distributed through a variety of media channels including websites, mobile apps, newspapers, newswires, newsletters, magazines, proprietary databases, live journalism, video and podcasts. Dow Jones's consumer products include premier brands such as *The Wall Street Journal*, *Barron's*, MarketWatch and *Investor's Business Daily*. Dow Jones's professional information products, which target enterprise customers, include Dow Jones Risk & Compliance, a leading provider of data and other solutions to help customers identify and manage regulatory, corporate, geopolitical, security and reputational risk with tools focused on financial crime, sanctions, trade and other risks and compliance requirements, Dow Jones Energy, a leading provider of pricing data, news, insights, analysis and other information for energy commodities and key base chemicals, Factiva, a leading provider of global business content, and Dow Jones Newswires, which distributes real-time business news, information and analysis to financial professionals and investors.
- **Digital Real Estate Services**—The Digital Real Estate Services segment consists of the Company's 61.4% interest in REA Group and 80% interest in Move. The remaining 20% interest in Move is held by REA Group. REA Group is a market-leading digital media business specializing in property and is listed on the Australian Securities Exchange ("ASX") (ASX: REA). REA Group advertises property and property-related services on its websites and mobile apps, including Australia's leading residential, commercial and share property websites, realestate.com.au, realcommercial.com.au and Flatmates.com.au, property.com.au and Housing.com in India. In addition, REA Group provides property-related data to the financial sector and financial services through a digital property search and financing experience and a mortgage broking offering.  
  
Move is a leading provider of digital real estate services in the U.S. and primarily operates Realtor.com®, a premier real estate information, advertising and services platform. Move offers real estate advertising solutions to agents and brokers, including its RealPRO Select<sup>SM</sup>, Connections<sup>SM</sup> Plus and Listing Toolkit products as well as its referral-based services, ReadyConnect Concierge<sup>SM</sup> and RealChoice<sup>TM</sup> Selling. Move also offers online tools and services to do-it-yourself landlords and tenants.
- **Book Publishing**—The Book Publishing segment consists of HarperCollins, the second largest consumer book publisher in the world, with operations in 15 countries and particular strengths in general fiction, nonfiction, children's and religious publishing. HarperCollins owns more than 120 branded publishing imprints, including Harper, William Morrow, Mariner, HarperCollins Children's Books, Avon, Harlequin and Christian publishers Zondervan and Thomas Nelson, and publishes works by well-known authors such as Harper Lee, George Orwell, Agatha Christie and Zora Neale Hurston, as well as global author brands including J.R.R. Tolkien, C.S. Lewis, Daniel Silva, Karin Slaughter and Dr. Martin Luther King, Jr. It is home to many beloved children's books and series and a significant Christian publishing business.
- **News Media**—The News Media segment consists primarily of News Corp Australia, News UK and the *New York Post* and includes *The Australian*, *The Daily Telegraph*, *Herald Sun*, *The Courier Mail*, *The Advertiser* and the news.com.au website in Australia, *The Times*, *The Sunday Times*, *The Sun*, *The Sun on Sunday* and thesun.co.uk in the U.K. and the-sun.com in the U.S. This segment also includes News Broadcasting (formerly Wireless Group), operator of talkSPORT, the leading sports radio network in the U.K., Talk in the U.K., Australian News Channel, which operates the Sky News Australia network, Australia's 24-hour multi-channel, multi-platform news service, and Storyful, a social media content agency.
- **Other**—The Other segment consists primarily of general corporate overhead expenses, strategy costs and costs related to the U.K. Newspaper Matters (as defined in Note 10—Commitments and Contingencies to the Consolidated Financial Statements).

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### RESULTS OF OPERATIONS

#### *Results of Operations—For the three months ended September 30, 2025 versus the three months ended September 30, 2024*

The following table sets forth the Company's operating results for the three months ended September 30, 2025 as compared to the three months ended September 30, 2024:

(in millions, except %)	For the three months ended September 30,			
	2025	2024	Change	% Change Better/(Worse)
<b>Revenues:</b>				
Circulation and subscription	\$ 782	\$ 743	\$ 39	5 %
Advertising	317	321	(4)	(1) %
Consumer	510	521	(11)	(2) %
Real estate	370	357	13	4 %
Other	165	154	11	7 %
<b>Total Revenues</b>	<b>2,144</b>	<b>2,096</b>	<b>48</b>	<b>2 %</b>
Operating expenses	(941)	(952)	11	1 %
Selling, general and administrative	(863)	(819)	(44)	(5) %
Depreciation and amortization	(117)	(112)	(5)	(4) %
Impairment and restructuring charges	(19)	(22)	3	14 %
Equity losses of affiliates	(2)	(3)	1	33 %
Interest income, net	6	—	6	**
Other, net	4	22	(18)	(82) %
<b>Income before income tax expense from continuing operations</b>	<b>212</b>	<b>210</b>	<b>2</b>	<b>1 %</b>
Income tax expense from continuing operations	(62)	(61)	(1)	(2) %
<b>Net income from continuing operations</b>	<b>150</b>	<b>149</b>	<b>1</b>	<b>1 %</b>
Net loss from discontinued operations, net of tax	—	(5)	5	100 %
<b>Net income</b>	<b>150</b>	<b>144</b>	<b>6</b>	<b>4 %</b>
Net income attributable to noncontrolling interests from continuing operations	(38)	(31)	(7)	(23) %
Net loss attributable to noncontrolling interests from discontinued operations	—	6	(6)	(100) %
<b>Net income attributable to News Corporation stockholders</b>	<b>\$ 112</b>	<b>\$ 119</b>	<b>\$ (7)</b>	<b>(6) %</b>

\*\* not meaningful

**Revenues**—Revenues increased \$48 million, or 2%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

The revenue increase for the three months ended September 30, 2025 was primarily due to higher revenues at the Dow Jones segment driven by higher circulation and subscription revenues and at the Digital Real Estate Services segment driven by higher revenues at Move and REA Group. These increases were partially offset by lower revenues at the Book Publishing segment driven by lower book sales. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in a revenue increase of \$4 million for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

The Company calculates the impact of foreign currency fluctuations for businesses reporting in currencies other than the U.S. dollar by multiplying the results for each quarter in the current period by the difference between the average exchange rate for that quarter and the average exchange rate in effect during the corresponding quarter of the prior year and totaling the impact for all quarters in the current period.

**Operating expenses**—Operating expenses decreased \$11 million, or 1%, for the three months ended September 30, 2025, as compared to the corresponding period of fiscal 2025.

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The decrease in operating expenses for the three months ended September 30, 2025 was primarily due to lower expenses at the Book Publishing segment driven by lower costs related to lower sales volume and at the News Media segment driven by cost savings initiatives and lower Talk costs. The decrease was partially offset by higher expenses at the Digital Real Estate Services segment driven by higher employee costs. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in an Operating expense increase of \$5 million, or 1%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

**Selling, general and administrative**—Selling, general and administrative increased \$44 million, or 5%, for the three months ended September 30, 2025, as compared to the corresponding period of fiscal 2025.

The increase in Selling, general and administrative for the three months ended September 30, 2025 was primarily due to higher employee and marketing costs at the Dow Jones segment and a \$13 million write-off of a customer receivable related to the expected closure of a book distributor and higher employee costs at the Book Publishing segment. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in a Selling, general and administrative increase of \$1 million for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

**Depreciation and amortization**—Depreciation and amortization expense increased \$5 million, or 4%, for the three months ended September 30, 2025, as compared to the corresponding period of fiscal 2025.

**Impairment and restructuring charges**— During the three months ended September 30, 2025 and 2024, the Company recorded impairment and restructuring charges of \$19 million and \$22 million, including restructuring charges of \$14 million and \$22 million, respectively.

See Note 4—Impairment and Restructuring Charges in the accompanying Consolidated Financial Statements.

**Equity losses of affiliates**—Equity losses of affiliates improved by \$1 million, or 33%, for the three months ended September 30, 2025, as compared to the corresponding period of fiscal 2025. See Note 5—Investments in the accompanying Consolidated Financial Statements.

**Interest income, net**—Interest income, net improved by \$6 million for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025, primarily driven by higher interest income on cash balances and lower borrowings at REA Group. See Note 6—Borrowings and Note 8—Financial Instruments and Fair Value Measurements in the accompanying Consolidated Financial Statements.

**Other, net**—For the three months ended September 30, 2025 and 2024, the Company recorded Other, net of \$4 million and \$22 million, respectively.

See Note 13—Additional Financial Information in the accompanying Consolidated Financial Statements.

**Income tax expense from continuing operations**—For the three months ended September 30, 2025, the Company recorded income tax expense of \$62 million on pre-tax income from continuing operations of \$212 million, resulting in an effective tax rate that was higher than the U.S. statutory tax rate. The tax rate was impacted by foreign operations which are subject to higher tax rates and by valuation allowances recorded against tax benefits in certain businesses.

For the three months ended September 30, 2024, the Company recorded income tax expense of \$61 million on pre-tax income from continuing operations of \$210 million, resulting in an effective tax rate that was higher than the U.S. statutory tax rate. The tax rate was impacted by foreign operations which are subject to higher tax rates and by valuation allowances recorded against tax benefits in certain businesses.

See Note 11—Income Taxes in the accompanying Consolidated Financial Statements.

**Net income from continuing operations**—Net income from continuing operations for the three months ended September 30, 2025 was \$150 million, compared to \$149 million for the corresponding period of fiscal 2025, an increase of \$1 million, or 1%, driven by the factors discussed above.

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**Net loss from discontinued operations, net of tax**—Net loss from discontinued operations, net of tax for the three months ended September 30, 2025 was nil, compared to \$5 million for the corresponding period of fiscal 2025. The amount recognized in fiscal 2025 related to the reclassification of Foxtel to discontinued operations. See Note 2—Discontinued Operations in the accompanying Consolidated Financial Statements.

**Net income**—Net income for the three months ended September 30, 2025 was \$150 million, compared to net income of \$144 million for the corresponding period of fiscal 2025, an increase of \$6 million, or 4%, driven by the factors discussed above.

**Net income attributable to noncontrolling interests from continuing operations**—Net income attributable to noncontrolling interests from continuing operations increased by \$7 million, or 23%, for the three months ended September 30, 2025, as compared to the corresponding period of fiscal 2025, primarily driven by higher earnings at REA Group.

### Segment Analysis

The Company's chief operating decision maker is its Chief Executive Officer. Segment EBITDA is the primary measure used by the Company's chief operating decision maker to evaluate the performance of, and allocate resources within, the Company's businesses. Segment EBITDA is defined as revenues less operating expenses and selling, general and administrative expenses. Segment EBITDA does not include: depreciation and amortization, impairment and restructuring charges, equity losses of affiliates, interest (expense) income, net, other, net, income tax (expense) benefit and net income (loss) from discontinued operations, net of tax. Segment EBITDA may not be comparable to similarly titled measures reported by other companies, since companies and investors may differ as to what items should be included in the calculation of Segment EBITDA. Segment EBITDA provides management, investors and equity analysts with a measure to analyze the operating performance of each of the Company's business segments and its enterprise value against historical data and competitors' data, although historical results may not be indicative of future results (as operating performance is highly contingent on many factors, including customer tastes and preferences).

Total Segment EBITDA is a non-GAAP measure and should be considered in addition to, not as a substitute for, net income (loss) from continuing operations, cash flow from continuing operations and other measures of financial performance reported in accordance with GAAP. In addition, this measure does not reflect cash available to fund requirements and excludes items, such as depreciation and amortization and impairment and restructuring charges, which are significant components in assessing the Company's financial performance. The Company believes that the presentation of Total Segment EBITDA provides useful information regarding the Company's operations and other factors that affect the Company's reported results. Specifically, the Company believes that by excluding certain one-time or non-cash items such as impairment and restructuring charges and depreciation and amortization, as well as potential distortions between periods caused by factors such as financing and capital structures and changes in tax positions or regimes, the Company provides users of its consolidated financial statements with insight into both its core operations as well as the factors that affect reported results between periods but which the Company believes are not representative of its core business. As a result, users of the Company's consolidated financial statements are better able to evaluate changes in the core operating results of the Company across different periods.

The following table reconciles Net income from continuing operations to Total Segment EBITDA for the three months ended September 30, 2025 and 2024:

	For the three months ended September 30,	
	2025	2024
(in millions)		
Net income from continuing operations	\$ 150	\$ 149
Reconciling items:		
Income tax expense from continuing operations	62	61
Other, net	(4)	(22)
Interest income, net	(6)	—
Equity losses of affiliates	2	3
Impairment and restructuring charges	19	22
Depreciation and amortization	117	112
Total Segment EBITDA	<u>\$ 340</u>	<u>\$ 325</u>

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The following table sets forth the Company's Revenues and Segment EBITDA by reportable segment for the three months ended September 30, 2025 and 2024:

(in millions)	For the three months ended September 30,			
	2025		2024	
	Revenues	Segment EBITDA	Revenues	Segment EBITDA
Dow Jones	\$ 586	\$ 144	\$ 552	\$ 131
Digital Real Estate Services	479	158	457	140
Book Publishing	534	58	546	81
News Media	545	30	541	18
Other	—	(50)	—	(45)
<b>Total</b>	<b>\$ 2,144</b>	<b>\$ 340</b>	<b>\$ 2,096</b>	<b>\$ 325</b>

**Dow Jones** (27% and 26% of the Company's consolidated revenues in the three months ended September 30, 2025 and 2024, respectively)

(in millions, except %)	For the three months ended September 30,			
	2025	2024	Change	% Change
	Better/(Worse)			
<b>Revenues:</b>				
Circulation and subscription	\$ 491	\$ 459	\$ 32	7 %
Advertising	85	85	—	— %
Other	10	8	2	25 %
<b>Total Revenues</b>	<b>586</b>	<b>552</b>	<b>34</b>	<b>6 %</b>
Operating expenses	(238)	(239)	1	— %
Selling, general and administrative	(204)	(182)	(22)	(12) %
<b>Segment EBITDA</b>	<b>\$ 144</b>	<b>\$ 131</b>	<b>\$ 13</b>	<b>10 %</b>

For the three months ended September 30, 2025, revenues at the Dow Jones segment increased \$34 million, or 6%, as compared to the corresponding period of fiscal 2025, due to higher circulation and subscription revenues. Digital revenues represented 84% of total revenues at the Dow Jones segment for the three months ended September 30, 2025, as compared to 82% in the corresponding period of fiscal 2025. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in a revenue increase of \$3 million for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

### Circulation and Subscription Revenues

(in millions, except %)	For the three months ended September 30,			
	2025	2024	Change	% Change
	Better/(Worse)			
<b>Circulation and subscription revenues:</b>				
Circulation and other	\$ 248	\$ 238	\$ 10	4 %
Risk and Compliance	94	81	13	16 %
Dow Jones Energy	73	68	5	7 %
Other information services	76	72	4	6 %
Professional information business	243	221	22	10 %
<b>Total circulation and subscription revenues</b>	<b>\$ 491</b>	<b>\$ 459</b>	<b>\$ 32</b>	<b>7 %</b>

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Circulation and subscription revenues increased \$32 million, or 7%, during the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025. Professional information business revenues increased \$22 million, or 10%, primarily due to the \$13 million and \$5 million increases in Risk & Compliance and Dow Jones Energy revenues, respectively, driven by price increases, new customers and new products, and also benefited from improvement at Factiva, primarily due to the resolution of a customer dispute. Circulation and other revenues increased \$10 million, or 4%, driven by increased circulation revenues due to the conversion of customers from introductory promotions to higher pricing and growth in digital-only subscriptions, partially offset by print circulation declines. Digital revenues represented 75% of circulation revenue for the three months ended September 30, 2025, as compared to 72% in the corresponding period of fiscal 2025.

The following table summarizes average daily consumer subscriptions during the three months ended September 30, 2025 and 2024 for select publications and for all consumer subscription products:<sup>(a)</sup>

	For the three months ended September 30 <sup>(b)</sup> ,			
	2025	2024	Change	% Change
(in thousands, except %)	Better/(Worse)			
<b>The Wall Street Journal</b>				
Digital-only subscriptions <sup>(c)</sup>	4,217	3,811	406	11 %
Total subscriptions	4,610	4,255	355	8 %
<b>Barron's Group<sup>(d)</sup></b>				
Digital-only subscriptions <sup>(c)</sup>	1,366	1,325	41	3 %
Total subscriptions	1,471	1,446	25	2 %
<b>Total Consumer<sup>(e)</sup></b>				
Digital-only subscriptions <sup>(c)</sup>	5,878	5,325	553	10 %
Total subscriptions	6,392	5,908	484	8 %

- (a) Based on internal data for the periods from June 30, 2025 through September 28, 2025 and July 1, 2024 through September 29, 2024, respectively. Excludes off-platform distribution, except for certain custom workflow integration products.
- (b) Subscriptions include individual consumer subscriptions, as well as subscriptions purchased by companies, schools, businesses and associations for use by their respective employees, students, customers or members. Subscriptions exclude single-copy sales and copies purchased by hotels, airlines and other businesses for limited distribution or access to customers.
- (c) For some publications, including *The Wall Street Journal* and *Barron's*, Dow Jones sells bundled print and digital products. For bundles that provide access to both print and digital products every day of the week, only one unit is reported each day and is designated as a print subscription. For bundled products that provide access to the print product only on specified days and full digital access, one print subscription is reported for each day that a print copy is served and one digital subscription is reported for each remaining day of the week.
- (d) Barron's Group consists of *Barron's*, *MarketWatch*, *Financial News* and *Private Equity News*.
- (e) Total Consumer consists of *The Wall Street Journal*, Barron's Group and *Investor's Business Daily*.

### Advertising Revenues

Advertising revenues were flat during the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025, as higher digital advertising revenues were offset by lower print advertising revenues. Digital advertising revenues represented 68% of advertising revenue for the three months ended September 30, 2025, as compared to 67% in the corresponding period of fiscal 2025.

### Segment EBITDA

For the three months ended September 30, 2025, Segment EBITDA at the Dow Jones segment increased \$13 million, or 10%, as compared to the corresponding period of fiscal 2025, primarily due to the increase in revenues discussed above, partially offset by higher employee and marketing costs.

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**Digital Real Estate Services** (22% of the Company's consolidated revenues in both the three months ended September 30, 2025 and 2024)

	For the three months ended September 30,			
	2025	2024	Change	% Change
(in millions, except %)	Better/(Worse)			
<b>Revenues:</b>				
Circulation and subscription	\$ 2	\$ 2	\$ —	— %
Advertising	41	38	3	8 %
Real estate	370	357	13	4 %
Other	66	60	6	10 %
<b>Total Revenues</b>	<b>479</b>	<b>457</b>	<b>22</b>	<b>5 %</b>
Operating expenses	(53)	(47)	(6)	(13) %
Selling, general and administrative	(268)	(270)	2	1 %
<b>Segment EBITDA</b>	<b>\$ 158</b>	<b>\$ 140</b>	<b>\$ 18</b>	<b>13 %</b>

For the three months ended September 30, 2025, revenues at the Digital Real Estate Services segment increased \$22 million, or 5%, as compared to the corresponding period of fiscal 2025. Revenues at Move increased \$13 million, or 9%, to \$152 million for the three months ended September 30, 2025 from \$139 million in the corresponding period of fiscal 2025, driven by higher sales of RealPRO Select<sup>SM</sup>, as Move shifts its focus to more premium offerings, and revenue growth in seller, new homes and rentals. The increase was partially offset by the continued negative impact of the macroeconomic environment on the U.S. housing market, which resulted in a 1% decrease in lead volumes. Revenues at REA Group increased \$9 million, or 3%, to \$327 million for the three months ended September 30, 2025 from \$318 million in the corresponding period of fiscal 2025. The increase was due to higher Australian residential revenues driven by price increases and growth in add-on products and higher financial services revenues from higher settlements, partially offset by the \$7 million, or 2%, negative impact of foreign currency fluctuations and lower revenues at REA India. REA India revenues are expected to be impacted in the near-term by recent divestitures and discontinuations of certain businesses.

For the three months ended September 30, 2025, Segment EBITDA at the Digital Real Estate Services segment increased \$18 million, or 13%, as compared to the corresponding period of fiscal 2025, primarily due to the higher revenues discussed above and the absence of \$12 million of costs related to the withdrawn offer to acquire Rightmove in the prior year, partially offset by higher employee costs, higher broker commissions at REA Group from higher settlements and the \$4 million, or 3%, negative impact of foreign currency fluctuations.

**Book Publishing** (25% and 26% of the Company's consolidated revenues in the three months ended September 30, 2025 and 2024, respectively)

	For the three months ended September 30,			
	2025	2024	Change	% Change
(in millions, except %)	Better/(Worse)			
<b>Revenues:</b>				
Consumer	\$ 510	\$ 521	\$ (11)	(2) %
Other	24	25	(1)	(4) %
<b>Total Revenues</b>	<b>534</b>	<b>546</b>	<b>(12)</b>	<b>(2) %</b>
Operating expenses	(354)	(365)	11	3 %
Selling, general and administrative	(122)	(100)	(22)	(22) %
<b>Segment EBITDA</b>	<b>\$ 58</b>	<b>\$ 81</b>	<b>\$ (23)</b>	<b>(28) %</b>

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For the three months ended September 30, 2025, revenues at the Book Publishing segment decreased \$12 million, or 2%, as compared to the corresponding period of fiscal 2025, primarily due to lower digital book sales driven by the mix of titles, including the impact of *Hillbilly Elegy* by J.D. Vance in the prior year, as well as softness in consumer spending and the timing of ordering from certain customers. Digital sales decreased by 9% as compared to the corresponding period of fiscal 2025 driven by lower audiobook and e-book sales. Digital sales represented approximately 23% of consumer revenues in the three months ended September 30, 2025 as compared to 25% in the corresponding period of fiscal 2025. Backlist sales represented approximately 65% of consumer revenues during the three months ended September 30, 2025 as compared to 64% in the corresponding period of fiscal 2025. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in a revenue increase of \$5 million, or 1%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

For the three months ended September 30, 2025, Segment EBITDA at the Book Publishing segment decreased \$23 million, or 28%, as compared to the corresponding period of fiscal 2025, primarily due to a \$13 million write-off of a customer receivable related to the expected closure of a book distributor, the lower revenues discussed above and higher employee costs, partially offset by lower costs related to lower sales volumes.

**News Media** (26% of the Company's consolidated revenues in both the three months ended September 30, 2025 and 2024)

	For the three months ended September 30,			
	2025	2024	Change	% Change
(in millions, except %)	Better/(Worse)			
<b>Revenues:</b>				
Circulation and subscription	\$ 289	\$ 282	\$ 7	2 %
Advertising	191	198	(7)	(4) %
Other	65	61	4	7 %
<b>Total Revenues</b>	<b>545</b>	<b>541</b>	<b>4</b>	<b>1 %</b>
Operating expenses	(296)	(301)	5	2 %
Selling, general and administrative	(219)	(222)	3	1 %
<b>Segment EBITDA</b>	<b>\$ 30</b>	<b>\$ 18</b>	<b>\$ 12</b>	<b>67 %</b>

Revenues at the News Media segment increased \$4 million, or 1%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025. Circulation and subscription revenues increased \$7 million, or 2%, as compared to the corresponding period of fiscal 2025, driven by price increases, digital subscriber growth and the \$3 million, or 1%, positive impact of foreign currency fluctuations, partially offset by print volume declines. Advertising revenues decreased \$7 million, or 4%, as compared to the corresponding period of fiscal 2025, due to lower print and digital advertising revenues at News Corp Australia, partially offset by higher digital advertising revenues at the *New York Post* and the \$1 million positive impact of foreign currency fluctuations. The impact of foreign currency fluctuations of the U.S. dollar against local currencies resulted in a revenue increase of \$3 million, or 1%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025.

Segment EBITDA at the News Media segment increased by \$12 million, or 67%, for the three months ended September 30, 2025 as compared to the corresponding period of fiscal 2025. The increase was driven by cost savings initiatives, lower Talk costs and the higher revenues discussed above.

**LIQUIDITY AND CAPITAL RESOURCES**

***Current Financial Condition***

The Company’s principal source of liquidity is internally generated funds and cash and cash equivalents on hand. As of September 30, 2025, the Company’s cash and cash equivalents were \$2.2 billion. The Company also has available borrowing capacity under its revolving credit facility (the “Revolving Facility”) and certain other facilities, as described below, and expects to have access to the worldwide credit and capital markets, subject to market conditions, in order to issue additional debt if needed or desired. The Company currently expects these elements of liquidity will enable it to meet its liquidity needs for at least the next twelve months, including repayment of indebtedness. Although the Company believes that its cash on hand and future cash from operations, together with its access to the credit and capital markets, will provide adequate resources to fund its operating and financing needs for at least the next twelve months, its access to, and the availability of, financing on acceptable terms in the future will be affected by many factors, including: (i) the financial and operational performance of the Company and/or its operating subsidiaries, as applicable, (ii) the Company’s credit ratings and/or the credit rating of its operating subsidiaries, as applicable, (iii) the provisions of any relevant debt instruments, credit agreements, indentures and similar or associated documents, (iv) the liquidity of the overall credit and capital markets and (v) the state of the economy. There can be no assurances that the Company will continue to have access to the credit and capital markets on acceptable terms.

As of September 30, 2025, the Company’s consolidated assets included \$720 million in cash and cash equivalents that were held by its foreign subsidiaries. Of this amount, \$213 million is cash not readily accessible by the Company as it is held by REA Group, a majority owned but separately listed public company. REA Group must declare a dividend in order for the Company to have access to its share of REA Group’s cash balance.

The principal uses of cash that affect the Company’s liquidity position include the following: operational expenditures including employee costs and paper purchases; capital expenditures; income tax payments; investments in associated entities; acquisitions; the repurchase of shares; dividends; and the repayment of debt and related interest. In addition to the acquisitions and dispositions disclosed elsewhere, as applicable, the Company has evaluated, and expects to continue to evaluate, possible future acquisitions and dispositions of certain businesses. Such transactions may be material and may involve cash, the issuance of the Company’s securities or the assumption of indebtedness.

***Issuer Purchases of Equity Securities***

On September 22, 2021, the Company announced a stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of the Company’s outstanding Class A Common Stock and Class B Common Stock (the “2021 Repurchase Program”). On July 15, 2025, the Company announced a new stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of the Company’s outstanding Class A Common Stock and Class B Common Stock (the “2025 Repurchase Program” and, together with the 2021 Repurchase Program, the “Stock Repurchase Programs”), which is in addition to the remaining authorized amount under the 2021 Repurchase Program.

The manner, timing, number and share price of any repurchases will be determined by the Company at its discretion and will depend upon such factors as the market price of the stock, general market conditions, applicable securities laws, alternative investment opportunities and other factors. The Stock Repurchase Programs have no time limit and may be modified, suspended or discontinued at any time. As of September 30, 2025, the remaining authorized amount under the Stock Repurchase Programs was approximately \$1,216 million.

The following table summarizes the shares repurchased under the Stock Repurchase Programs and subsequently retired and the related consideration paid during the three months ended September 30, 2025 and 2024:

	For the three months ended September 30,			
	2025		2024	
	Shares	Amount	Shares	Amount
	(in millions)			
Class A Common Stock	2.1	\$ 62	0.9	\$ 25
Class B Common Stock	0.9	32	0.4	13
<b>Total</b>	<b>3.0</b>	<b>\$ 94</b>	<b>1.3</b>	<b>\$ 38</b>

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### Dividends

In August 2025, the Company's Board of Directors (the "Board of Directors") declared a semi-annual cash dividend of \$0.10 per share for Class A Common Stock and Class B Common Stock. The dividend was paid on October 8, 2025 to stockholders of record as of September 10, 2025. The timing, declaration, amount and payment of future dividends to stockholders, if any, is within the discretion of the Board of Directors. The Board of Directors' decisions regarding the payment of future dividends will depend on many factors, including the Company's financial condition, earnings, capital requirements and debt facility covenants, other contractual restrictions, as well as legal requirements, regulatory constraints, industry practice, market volatility and other factors that the Board of Directors deems relevant.

### Sources and Uses of Cash—For the three months ended September 30, 2025 versus the three months ended September 30, 2024

Net cash provided by operating activities from continuing operations for the three months ended September 30, 2025 and 2024 was as follows:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Net cash provided by operating activities from continuing operations	\$ 85	\$ 26

Net cash provided by operating activities from continuing operations increased by \$59 million for the three months ended September 30, 2025 as compared to the three months ended September 30, 2024. The increase was primarily due to lower working capital and higher Total Segment EBITDA, partially offset by higher tax payments.

Net cash used in investing activities from continuing operations for the three months ended September 30, 2025 and 2024 was as follows:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Net cash used in investing activities from continuing operations	\$ (101)	\$ (116)

Net cash used in investing activities from continuing operations decreased by \$15 million for the three months ended September 30, 2025, as compared to the three months ended September 30, 2024, driven by the \$34 million decrease in cash used for purchases of investments and \$16 million of higher proceeds from sales of investments, partially offset by the \$29 million increase in net cash used for acquisitions.

Net cash used in financing activities from continuing operations for the three months ended September 30, 2025 and 2024 was as follows:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Net cash used in financing activities from continuing operations	\$ (179)	\$ (109)

Net cash used in financing activities from continuing operations was \$179 million for the three months ended September 30, 2025, as compared to \$109 million for the three months ended September 30, 2024.

During the three months ended September 30, 2025, the Company had \$92 million of stock repurchases of outstanding Class A and Class B Common Stock under the Stock Repurchase Programs and dividend payments of \$47 million primarily to REA Group minority stockholders.

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During the three months ended September 30, 2024, the Company had \$57 million of borrowing repayments primarily at REA Group, \$38 million of stock repurchases of outstanding Class A and Class B Common Stock under the 2021 Repurchase Program and dividend payments of \$35 million primarily to REA Group minority stockholders. The net cash used in financing activities from continuing operations was partially offset by new borrowings of \$56 million primarily at REA Group.

### **Reconciliation of Free Cash Flow**

Free cash flow is a non-GAAP financial measure. Free cash flow is defined as net cash provided by (used in) operating activities from continuing operations less capital expenditures. Free cash flow excludes cash flows from discontinued operations. Free cash flow may not be comparable to similarly titled measures reported by other companies, since companies and investors may differ as to what items should be included in the calculation of free cash flow.

Free cash flow does not represent the total increase or decrease in the cash balance for the period and should be considered in addition to, not as a substitute for, the net change in cash and cash equivalents as presented in the Company's consolidated Statements of Cash Flows prepared in accordance with GAAP, which incorporates all cash movements during the period.

The Company believes free cash flow provides useful information to management and investors about the Company's liquidity and cash flow trends.

The following table presents a reconciliation of net cash provided by operating activities from continuing operations to free cash flow:

	For the three months ended September 30,	
	2025	2024
	(in millions)	
Net cash provided by operating activities from continuing operations	\$ 85	\$ 26
Less: Capital expenditures	(81)	(75)
Free cash flow	<u>\$ 4</u>	<u>\$ (49)</u>

Free cash flow in the three months ended September 30, 2025 was \$4 million compared to \$(49) million in the corresponding period of fiscal 2025. Free cash flow improved primarily due to higher cash provided by operating activities from continuing operations, partially offset by higher capital expenditures.

### **Borrowings**

#### *News Corporation Borrowings*

As of September 30, 2025, News Corporation had (i) borrowings of \$1,956 million, including the current portion, consisting of its outstanding 2021 Senior Notes, 2022 Senior Notes and Term A Loans, and (ii) \$750 million of undrawn commitments available under the Revolving Facility.

#### *REA Group Borrowings*

As of September 30, 2025, REA Group had A\$200 million of undrawn commitments available under the 2024 REA Credit Facility. During the three months ended September 30, 2025, REA Group amended its 2024 REA Credit Facility to reduce the total amount available under the facility to A\$200 million. REA Group is a consolidated but non wholly-owned subsidiary of News Corp, and its indebtedness is only guaranteed by REA Group and certain of its subsidiaries and is non-recourse to News Corp.

#### *HarperCollins Equipment Lease*

In October 2025, HarperCollins entered into a finance leasing arrangement for up to \$120 million of equipment for a new warehouse (the "Equipment Lease"), which is expected to increase efficiencies. Interest accrues on amounts drawn under the Equipment Lease based on the Term SOFR plus a margin of 1.475%. The Equipment Lease may be drawn on until June 30, 2028, after which lease payments commence for a term of 7 years. The lease obligations are secured by the acquired equipment, and ownership of the equipment acquired under the Equipment Lease will transfer to HarperCollins at the end of the lease term. The Equipment Lease will be classified as a finance lease on the Company's balance sheet.

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All of the Company's borrowings contain customary representations, covenants and events of default. The Company was in compliance with all applicable covenants at September 30, 2025.

See Note 6—Borrowings in the accompanying Consolidated Financial Statements for further details regarding the Company's outstanding debt, including additional information about interest rates, amortization (if any), maturities and covenants related to such debt arrangements.

### Commitments

The Company has commitments under certain firm contractual arrangements to make future payments. These firm commitments secure the current and future rights to various assets and services to be used in the normal course of operations. During the three months ended September 30, 2025, the Company entered into new leases, some of which will commence subsequent to fiscal 2026, and extended the terms of certain other leases. As a result, the Company has presented its commitments associated with its operating leases in the table below. The Company's remaining commitments as of September 30, 2025 have not changed significantly from the disclosures included in the 2025 Form 10-K.

	As of September 30, 2025				
	Payments Due by Period				
	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
	(in millions)				
Operating leases	\$ 106	\$ 216	\$ 177	\$ 1,066	\$ 1,565

### Contingencies

The Company routinely is involved in various legal proceedings, claims and governmental inspections or investigations, including those discussed in Note 10 to the Consolidated Financial Statements. The outcome of these matters and claims is subject to significant uncertainty, and the Company often cannot predict what the eventual outcome of pending matters will be or the timing of the ultimate resolution of these matters. Fees, expenses, fines, penalties, judgments or settlement costs which might be incurred by the Company in connection with the various proceedings could adversely affect its results of operations and financial condition.

The Company establishes an accrued liability for legal claims when it determines that a loss is probable and the amount of the loss can be reasonably estimated. Once established, accruals are adjusted from time to time, as appropriate, in light of additional information. The amount of any loss ultimately incurred in relation to matters for which an accrual has been established may be higher or lower than the amounts accrued for such matters. Legal fees associated with litigation and similar proceedings are expensed as incurred. The Company recognizes gain contingencies when the gain becomes realized or realizable. See Note 10—Commitments and Contingencies in the accompanying Consolidated Financial Statements.

## ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

There has been no material change in the Company's assessment of its sensitivity to market risk since its presentation set forth in Item 7A, "Quantitative and Qualitative Disclosures About Market Risk," in the Company's 2025 Form 10-K.

## ITEM 4. CONTROLS AND PROCEDURES

### (a) Disclosure Controls and Procedures

The Company's management, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the Company's disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15(d)-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act")), as of the end of the period covered by this quarterly report. Based on such evaluation, the Company's Chief Executive Officer and Chief Financial Officer have concluded that, as of the end of such period, the Company's disclosure controls and procedures were effective in recording, processing, summarizing and reporting, on a timely basis, information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act and were effective in ensuring that information required to be disclosed by the Company in the reports it files or submits under the Exchange Act is accumulated and communicated to the Company's management, including the Company's Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

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### (b) Internal Control Over Financial Reporting

There has been no change in the Company's internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15(d)-15(f) under the Exchange Act) during the Company's first quarter of fiscal 2026 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

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## PART II

## ITEM 1. LEGAL PROCEEDINGS

See Note 10—Commitments and Contingencies in the accompanying Consolidated Financial Statements.

## ITEM 1A. RISK FACTORS

There have been no material changes to the risk factors described in the 2025 Form 10-K.

## ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

On September 22, 2021, the Company announced a stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of its outstanding Class A Common Stock and Class B Common Stock (the “2021 Repurchase Program”). On July 15, 2025, the Company announced a new stock repurchase program authorizing the Company to purchase up to \$1 billion in the aggregate of the Company’s outstanding Class A Common Stock and Class B Common Stock (the “2025 Repurchase Program” and, together with the 2021 Repurchase Program, the “Stock Repurchase Programs”), which is in addition to the remaining authorized amount under the 2021 Repurchase Program.

The manner, timing, number and share price of any repurchases will be determined by the Company at its discretion and will depend upon such factors as the market price of the stock, general market conditions, applicable securities laws, alternative investment opportunities and other factors. The Stock Repurchase Programs have no time limit and may be modified, suspended or discontinued at any time.

The following table details the Company’s monthly share repurchases during the three months ended September 30, 2025:

	Total Number of Shares Purchased <sup>(a)</sup>		Average Price Paid Per Share <sup>(b)</sup>		Total Number of Shares Purchased as Part of Publicly Announced Program	Dollar Value of Shares That May Yet Be Purchased Under Publicly Announced Program <sup>(b)</sup>
	Class A	Class B	Class A	Class B		
	(in millions, except per share amounts)					
June 30, 2025 - July 27, 2025	0.2	0.1	\$ 29.62	\$ 34.16	0.3	\$ 1,300
July 28, 2025 - August 31, 2025	1.0	0.4	\$ 29.49	\$ 34.03	1.4	\$ 1,255
September 1, 2025 - September 28, 2025	0.9	0.4	\$ 29.84	\$ 33.23	1.3	\$ 1,216
Total	2.1	0.9	\$ 29.65	\$ 33.71	3.0	

(a) The Company has not made any repurchases of Common Stock other than in connection with the publicly announced Stock Repurchase Programs described above.

(b) Amounts exclude taxes, fees, commissions or other costs associated with the repurchases.

## ITEM 3. DEFAULTS UPON SENIOR SECURITIES

Not applicable.

## ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

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### ITEM 5. OTHER INFORMATION

None.

#### Trading Plans

None.

### ITEM 6. EXHIBITS

- 10.1 [Stockholders Agreement, dated as of September 8, 2025, by and between News Corporation, LGC Holdco, LLC and the LGC Family Trusts \(Incorporated by reference to Exhibit 10.2 to the Current Report of News Corporation on Form 8-K \(File No. 001-35769\) filed with the Securities and Exchange Commission on September 10, 2025\).](#)
- 31.1 [Chief Executive Officer Certification required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended.\\*](#)
- 31.2 [Chief Financial Officer Certification required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended.\\*](#)
- 32.1 [Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes Oxley Act of 2002.\\*\\*](#)
- 101 The following financial information from the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2025 formatted in Inline XBRL: (i) Consolidated Statements of Operations for the three months ended September 30, 2025 and 2024 (unaudited); (ii) Consolidated Statements of Comprehensive Income (Loss) for the three months ended September 30, 2025 and 2024 (unaudited); (iii) Consolidated Balance Sheets as of September 30, 2025 (unaudited) and June 30, 2025 (audited); (iv) Consolidated Statements of Cash Flows for the three months ended September 30, 2025 and 2024 (unaudited); and (v) Notes to the Unaudited Consolidated Financial Statements.\*
- 104 The cover page from News Corporation's Quarterly Report on Form 10-Q for the quarter ended September 30, 2025, formatted in Inline XBRL (included as Exhibit 101).\*

\* Filed herewith.

\*\* Furnished herewith

**SIGNATURE**

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 thereunto duly authorized.

NEWS CORPORATION  
(Registrant)

By: /s/ Lavanya Chandrashekar

\_\_\_\_\_  
Lavanya Chandrashekar  
Chief Financial Officer

Date: November 7, 2025

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