FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL								
OMB Number:	3235-0287								
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  NALLEN JOHN					2. Issuer Name <b>and</b> Ticker or Trading Symbol Fox Corp [ FOX ]									Checl	k all applic Directo	r 10% C				
	X CORPOR	(First) (Middle)  CORPORATION				3. Date of Earliest Transaction (Month/Day/Year) 04/01/2020								X	below)	nief Opera	ating	below)		
1211 AVENUE OF THE AMERICAS  (Street)  NEW YORK NY 10036				4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person							
(City)	(S		(Zip)																	
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				ction 2A. Deemed Execution Date,		d Date,	3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			or 5. Amou 4 and Securitie Beneficie Owned F		s lly ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D)	Price	е	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Yea	Co	Transac Code (li				6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4		Beneficial Ownership t (Instr. 4)	
			Co	de	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amou or Numb of Share	er		Transaction(s) (Instr. 4)					
Restricted Stock Units	(1)	04/01/2020		A	A		1,937 <sup>(2)</sup>		(3)		(3)	Class A Common Stock	1,93	7	\$0.00	190,107	(4)	D		
Restricted Stock Units	(1)	04/01/2020		A	<b>A</b>		444 <sup>(2)</sup>		(5)		(5)	Class A Common Stock	444		\$0.00	43,631 <sup>(</sup>	4)	D		
Restricted Stock Units	(1)	04/01/2020		A	<b>A</b>		1,945 <sup>(2)</sup>		(6)		(6)	Class A Common Stock	1,94	5	\$0.00	190,902	(4)	D		
Restricted Stock Units	(1)	04/01/2020		A	A		368 <sup>(2)</sup>		(7)		(7)	Class A Common Stock	368	3	\$0.00	36,127 <sup>(</sup>	4)	D		

## **Explanation of Responses:**

- 1. Each restricted stock unit represents the equivalent of one share of Fox Corporation's Class A Common Stock.
- 2. Represents dividend equivalents accrued with respect to restricted stock units.
- 3. The restricted stock units will vest on August 15, 2020.
- 4. Represents the aggregate number of restricted stock units held by the Reporting Person, including dividend equivalents accrued that vest on the same terms as the respective underlying restricted stock units.
- 5. The restricted stock units will vest on June 20, 2020.
- 6. The restricted stock units will vest 50% on each of June 15, 2020 and June 15, 2021.
- 7. The restricted stock units will vest one-third on each of August 15, 2020, August 15, 2021 and August 15, 2022.

## Remarks:

/s/ Laura A. Cleveland as

Attorney-in-Fact for John

**Nallen** 

\*\* Signature of Reporting Person

Date

04/02/2020

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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