

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>NALLEN JOHN</u>  (Last) (First) (Middle) C/O FOX CORPORATION 1211 AVENUE OF THE AMERICAS  (Street) NEW YORK NY 10036  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Fox Corp [ FOX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Operating Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/15/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	08/15/2024		M		23,219	A	(1)	272,643 <sup>(2)</sup>	D	
Class A Common Stock	08/15/2024		F		10,215	D	\$39.06	262,428	D	
Class A Common Stock	08/15/2024		M		26,157	A	(1)	288,585	D	
Class A Common Stock	08/15/2024		F		11,507	D	\$39.06	277,078	D	
Class A Common Stock	08/15/2024		M		25,409	A	(1)	302,487	D	
Class A Common Stock	08/15/2024		F		11,775	D	\$39.06	290,712	D	
Class A Common Stock	08/15/2024		M		21,592	A	(1)	312,304	D	
Class A Common Stock	08/15/2024		F		10,006	D	\$39.06	302,298	D	
Class A Common Stock	08/15/2024		S		52,874	D	\$38.96 <sup>(3)(4)</sup>	249,424	D	
Class A Common Stock								150,000	I	By GRAT

**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/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	08/15/2024		M			23,219	(5)	(5)	Class A Common Stock	23,219	\$0	0	D	
Restricted Stock Units	(1)	08/15/2024		M			26,157	(6)	(6)	Class A Common Stock	26,157	\$0	26,162	D	
Restricted Stock Units	(1)	08/15/2024		M			25,409	(7)	(7)	Class A Common Stock	25,409	\$0	50,825	D	
Performance Stock Units	(1)	08/15/2024		M			21,592	08/15/2024	08/15/2024	Class A Common Stock	21,592	\$0	0	D	

**Explanation of Responses:**

- Each restricted stock unit and performance stock unit represents the equivalent of one share of Fox Corporation's Class A Common Stock.
- Excludes 150,000 shares of Class A Common Stock transferred from the reporting person's direct ownership to a Grantor Retained Annuity Trust ("GRAT"), and which are now, accordingly, indirectly held by the reporting person through the GRAT.
- The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sales prices. The price reported represents the weighted average price. The Reporting Person undertakes to provide the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each separate price within the range.
- Sales prices range from \$38.87 to \$39.05 per share, inclusive.
- The restricted stock units vested one-third on August 15, 2022, one-third on August 15, 2023 and the remainder of the award vested on August 15, 2024.
- The restricted stock units vested one-third on August 15, 2023, one-third on August 15, 2024 and the remainder of the award will vest on August 15, 2025.
- The restricted stock units vested one-third on August 15, 2024, will vest one-third on August 15, 2025 and the remainder of the award will vest on August 15, 2026.

**Remarks:**

/s/ Laura A. Cleveland as  
Attorney-in-Fact for John  
Nallen

08/16/2024

\*\* Signature of Reporting Person

Date

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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