| SEC Form 4 |
|------------|
|------------|

[]

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | Fox Corp [FOX] (Check all applicable) rst) (Middle) ATION 3. Date of Earliest Transaction (Month/Day/Year) 08/15/2022 Chief Financial Officer 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | |
|--------------------------------|--|---|--|--------|--------------------------|---------------|
| 1. Name and Addre | | n* | | (Check | all applicable) | 10% Owner |
| | st) (First) (Middle) O FOX CORPORATION 11 AVENUE OF THE AMERICAS | | | | below) | below) |
| (Street) NEW YORK (City) | NY (State) | 10036 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Line) | Form filed by One Report | orting Person |

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) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|---|--------|---------------|--------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Common Stock | 08/15/2022 | | М | | 4,941 | A | (1) | 100,704 | D | |
| Class A Common Stock | 08/15/2022 | | F | | 2,450 | D | \$36.5 | 98,254 | D | |
| Class A Common Stock | 08/15/2022 | | М | | 11,898 | A | (1) | 110,152 | D | |
| Class A Common Stock | 08/15/2022 | | F | | 5,900 | D | \$36.5 | 104,252 | D | |
| Class A Common Stock | 08/15/2022 | | М | | 8,991 | A | (1) | 113,243 | D | |
| Class A Common Stock | 08/15/2022 | | F | | 4,458 | D | \$36.5 | 108,785 | D | |
| Class A Common Stock | 08/15/2022 | | М | | 13,346 | A | (1) | 122,131 | D | |
| Class A Common Stock | 08/15/2022 | | F | | 6,617 | D | \$36.5 | 115,514 | D | |

| | 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 | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 08/15/2022 | | М | | | 4,941 | (2) | (2) | Class A Common Stock | 4,941 | \$0.00 | 0 | D | |
| Restricted Stock Units | (1) | 08/15/2022 | | М | | | 11,898 | (3) | (3) | Class A Common Stock | 11,898 | \$0.00 | 11,899 | D | |
| Restricted Stock Units | (1) | 08/15/2022 | | М | | | 8,991 | (4) | (4) | Class A Common Stock | 8,991 | \$0.00 | 17,986 | D | |
| Performance Stock Units | (1) | 08/15/2022 | | М | | | 13,346 | 08/15/2022 | 08/15/2022 | Class A Common Stock | 13,346 | \$0.00 | 0 | D | |

Explanation of Responses:

1. Each restricted stock unit and performance stock unit represents the equivalent of one share of Fox Corporation's Class A Common Stock.

2. The restricted stock units vested one-third on August 15, 2020, one-third on August 15, 2021 and the remainder of the award vested on August 15, 2022.

3. The restricted stock units vested one-third on August 15, 2021, one-third on August 15, 2022 and the remainder of the award will vest on August 15, 2023.

4. The restricted stock units vested one-third on August 15, 2022, will vest one-third on August 15, 2023 and the remainder of the award will vest on August 15, 2024.

Remarks:

/s/ Laura A. Cleveland as

Attorney-in-Fact for Steven Tomsic

08/17/2022

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.