Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

Name and Address of Reporting Person*     MURDOCH KEITH RUPERT						2. Issuer Name <b>and</b> Ticker or Trading Symbol Fox Corp [ FOX ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner				
(Last) (First) (Middle) C/O FOX CORPORATION 1211 AVENUE OF THE AMERICAS					3. Date of Earliest Transaction (Month/Day/Year) 04/01/2020									X Officer (give title Other (specify below)  Chairman				
(Street) NEW YORK NY 10036 (City) (State) (Zip)					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				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				Execu ay/Year) if any		A. Deemed Execution I fany Month/Day	Date,	Transaction Disposed Code (Instr. 5)		ties Acquired (A) o d Of (D) (Instr. 3, 4		Beneficia Owned F	s ally following (	6. Owner Form: Di (D) or Inc (I) (Instr.	oirect I direct I	7. Nature of Indirect Beneficial Ownership		
										v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)			(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 Dat if any (Month/Day/Yo	te, Tra	ansac ide (Ir	tion	5. Number Derivativ Securitie Acquired or Dispos of (D) (Ins	. Number of Derivative		6. Date Exercisable an Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported	y Di or (I)	0. ownership orm: irect (D) r Indirect ) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Co	ode ,	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares		Transaction (Instr. 4)	n(s)		
Restricted Stock Units	(1)	04/01/2020		Α	A		2,760 <sup>(2)</sup>		(3)		(3)	Class A Common Stock	2,760	\$0.00	270,902 <sup>(4</sup>	4)	D	
Restricted Stock Units	(1)	04/01/2020		I	A		633 <sup>(2)</sup>		(5)		(5)	Class A Common Stock	633	\$0.00	62,174 <sup>(4</sup>	1)	D	
Restricted Stock Units	(1)	04/01/2020		A	A		1,945 <sup>(2)</sup>		(6)		(6)	Class A Common Stock	1,945	\$0.00	190,902 <sup>(-</sup>	4)	D	
Restricted Stock Units	(1)	04/01/2020		I	A		515 <sup>(2)</sup>		(7)		(7)	Class A Common Stock	515	\$0.00	50,577 <sup>(4</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

04/02/2020 Attorney-in-Fact for Keith

Rupert Murdoch

\*\* 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.