

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

|   |  |  |
|---|--|--|
| 1. Name and Address of Reporting Person*<br><u>NALLEN JOHN</u><br><br>(Last) (First) (Middle)<br><u>C/O FOX CORPORATION</u><br><u>1211 AVENUE OF THE AMERICAS</u><br><br>(Street)<br><u>NEW YORK NY 10036</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Fox Corp [ FOX ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input type="checkbox"/> 10% Owner<br>Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><u>Chief Operating Officer</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/15/2022</u>  |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)               |  |

**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            | 08/15/2022                           |  | M                              |   | 12,358  | A          | (1)    | 248,871 <sup>(2)</sup>  | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | F                              |   | 5,437   | D          | \$36.5 | 243,434   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | M                              |   | 29,745  | A          | (1)    | 273,179   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | F                              |   | 13,085  | D          | \$36.5 | 260,094   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | M                              |   | 22,481  | A          | (1)    | 282,575   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | F                              |   | 10,418  | D          | \$36.5 | 272,157   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | M                              |   | 33,367  | A          | (1)    | 305,524   | D  |   |
| Class A Common Stock            | 08/15/2022                           |  | F                              |   | 15,463  | D          | \$36.5 | 290,061   | 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                           |  | M                              |   |  | 12,358 | (3)  | (3)             | Class A Common Stock  | 12,358                     | \$0.00                                     | 0  | D   |  |
| Restricted Stock Units                     | (1)  | 08/15/2022                           |  | M                              |   |  | 29,745 | (4)  | (4)             | Class A Common Stock  | 29,745                     | \$0.00                                     | 29,751   | D   |  |
| Restricted Stock Units                     | (1)  | 08/15/2022                           |  | M                              |   |  | 22,481 | (5)  | (5)             | Class A Common Stock  | 22,481                     | \$0.00                                     | 44,964   | D   |  |
| Performance Stock Units                    | (1)  | 08/15/2022                           |  | M                              |   |  | 33,367 | 08/15/2022   | 08/15/2022      | Class A Common Stock  | 33,367                     | \$0.00                                     | 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.
- Includes 25,857 shares of Fox Corporation's Class A Common Stock previously held indirectly by the Reporting Person in a Grantor Retained Annuity Trust.
- 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.
- 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.
- 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 John 08/17/2022  
Nallen

\*\* 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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