SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number:	3235-0287									
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1. Name and Address of Reporting Person [*] Pessoa Ana Paula	2. Issuer Name and Ticker or Trading Symbol NEWS CORP [NWS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O NEWS CORPORATION 1211 AVENUE OF THE AMERICAS	3. Date of Earliest Transaction (Month/Day/Year) 04/12/2023	Officer (give title Other (specify below) below)				
(Street) NEW YORK NY 10036 (City) (State) (Zip)	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 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)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)	(1150.4)	(1150.4)
Class A Common Stock	04/12/2023		М		14	А	(1)	14	D	
Class A Common Stock	04/12/2023		D		14	D	\$17.60	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Conversion or Exercise Price of Derivative Security 3A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Date (Month/Day/Year 6. Date 9. Number of 8. Price 10. 1. Title of Derivative 4. 5. Number of 7. Title and Amount of 11. Nature derivative Ownership Exercisable and of Security (Instr. 3) Transaction Derivative Securities Underlying Securities of Indirect Expiration Date Derivative Beneficially Form: Derivative Security (Instr. 3 Code (Instr. Securities Beneficial Direct (D) (Month/Day/Year) Owned Security Following or Indirect 8) Acquired (A) and 4) **Ownership** (Instr. 5) Reported (I) (Instr. 4) Transaction(s) or Disposèd of (Instr. 4) (Instr. 4) (D) (Instr. 3, 4 and 5) Amount or Number Code V (A) (D) Date Expiration Date Title of Shares Exercisabl **Class A Common** 56,241 (2) (3) (3) **Deferred Stock Units** 306 306 \$17.60 D 04/12/2023 А Stock

Deferred Stock Units	(2)	04/12/2023		М			14	(5)	(5)	Class A Common Stock	14	(1)	56,227 (4)	D	
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Explanation of Responses:

1. The deferred stock units were deemed to have settled for the cash value of an equivalent number of shares of News Corporation's Class A Common Stock.

2. Each deferred stock unit represents the equivalent of one share of News Corporation's Class A Common Stock.

3. Represents dividend equivalents accrued with respect to deferred stock units previously granted, which become payable in cash upon vesting of the underlying deferred stock units.

4. Represents the aggregate number of deferred stock units held by the Reporting Person, including deferred stock units accrued as a result of dividend equivalents that vest on the same terms as the respective underlying deferred stock units. The reported deferred stock units become payable in cash on the earlier of (i) the first trading day of the quarter five years following the respective grant and (ii) the Reporting Person's end of service as a Director.

5. The deferred stock units, which represent dividend equivalents accrued on deferred stock units held as of the dividend record date that vested on April 3, 2023, became payable in cash on the dividend payment date of April 12, 2023.

/s/ Kenneth C. Mertz as Attorney-in-Fact for Ana Paula Pessoa 04/13/2023

** 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.