SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i>	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP							hours per response: (
Instruction 1(b).	Filed pursuan	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 to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) <i>See</i> Instruction 10.													
1. Name and Address of Reporting Person [*] 2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer							
PANUCCIO SUSAN	NEWS CORP	NEWS CORP [NWS]					(Check all applicable) Director 10% Owner						
(Last) (First) (Middle)	3. Date of Earliest Tra 08/07/2024												
C/O NEWS CORPORATION					Chief Financial Officer								
1211 AVENUE OF THE AMERICAS	4. If Amendment, Date	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)		-					X Form filed by One Reporting Person Form filed by More than One Reporting Person						
NEW YORK NY 10036													
(City) (State) (Zip)	_												
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) Code V		(D) (Instr. 3, 4 and 5) Bene Ownov (A) or Price		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)				

OMB APPROVAL

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
Derivative Security (Instr. 3)	2. Conv ersion or Exer cise Price of Deri vative Securit y	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 Deriva tive Security (Instr. 5)	er of der ivative Securiti es Bene ficially Owned	ership Form: Direct (D) or Indirect (I)	11. Nature of Indirect B eneficial Ownershi p (Instr. 4)
				Cod e	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Followi ng Repo rted Tra nsactio n(s) (Instr. 4)	(Instr. 4)	
Stock-Settled Performance Stock Units	(1)	08/07/2024		Α		78,78 5 (2)		08/15/2024	08/15/2024	Class A Common Stock	78,785	(1)	78,785	D	

Explanation of Responses:

1. Each stock-settled performance stock unit is the economic equivalent of one share of News Corporation's Class A Common Stock.

2. The stock-settled performance stock units were granted to the Reporting Person after the achievement of pre-determined performance measures over the three-year performance period and shall vest on August 15, 2024.

Remarks:

/s/ Kenneth C. Mertz as		
Attorney-in-Fact for Susan	08/09/2024	
Panuccio		

** 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.