

# 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 or Section 30(h) of the Investment Company Act of 1940

#### OMB APPROVAL

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<b>1. Name and Address of Reporting Person *</b>  <b>PANUCCIO SUSAN</b> (Last) (First) (Middle)  c/o News Corporation 1211 Avenue of the Americas (Street)  New York NY 10036 (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>NEWS CORP [NWS]</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  Director 10% Owner <input checked="" type="checkbox"/> Officer Other (give title below) (specify below) <b>Chief Financial Officer</b>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b>  08/15/2022	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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		229,391 <sup>(1)</sup>	A	(2)	348,810	D	
Class A Common Stock	08/15/2022		F		126,854 <sup>(3)</sup>	D	\$18.83	221,956	D	
Class A Common Stock	08/15/2022		M		14,635 <sup>(4)</sup>	A	(5)	236,591	D	
Class A Common Stock	08/15/2022		F		8,094 <sup>(3)</sup>	D	\$18.83	228,497	D	
Class A Common Stock	08/15/2022		M		9,435 <sup>(4)</sup>	A	(5)	237,932	D	
Class A Common Stock	08/15/2022		F		5,218 <sup>(3)</sup>	D	\$18.83	232,714	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 of Derivative Security: Direct(D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date (Month/ Day/ Year)	Title	Amount or Number of Shares				
Stock-Settled Performance Stock Units	(6)	08/15/2022		M			229,391 <sup>(1)</sup>	08/15/2022	08/15/2022	Class A Common Stock	229,391	(2)	0	D	
Stock-Settled Restricted Stock Units	(7)	08/15/2022		M			14,635 <sup>(4)</sup>	08/15/2022	08/15/2022	Class A Common Stock	14,635	(5)	14,639	D	
Stock-Settled Restricted Stock Units	(7)	08/15/2022		M			9,435 <sup>(4)</sup>	08/15/2022	08/15/2022	Class A Common Stock	9,435	(5)	18,877	D	
Stock-Settled Restricted Stock Units	(7)	08/15/2022		A		39,829 <sup>(8)</sup>		(9)	(9)	Class A Common Stock	39,829	\$ 0	39,829	D	

**Explanation of Responses:**

- Includes dividend equivalents accrued during the performance period that are subject to the same performance-based and time-based vesting conditions as the underlying stock-settled performance stock units.
- The stock-settled performance stock units were deemed to have settled for an equivalent number of shares of News Corporation's Class A Common Stock.
- Represents shares withheld upon vesting of the applicable incentive award to satisfy tax withholding obligations.
- Includes dividend equivalents accrued during the vesting period that are subject to the same time-based vesting conditions as the underlying stock-settled restricted stock units.
- The stock-settled restricted stock units were deemed to have settled for an equivalent number of shares of News Corporation's Class A Common Stock.
- Each stock-settled performance stock unit is the economic equivalent of one share of News Corporation's Class A Common Stock.
- Each stock-settled restricted stock unit is the economic equivalent of one share of News Corporation's Class A Common Stock.
- The stock-settled restricted stock units were granted as part of the Reporting Person's fiscal 2023 long-term equity incentive award.
- The stock-settled restricted stock units will vest in thirds on August 15, 2023, 2024 and 2025, subject to time-based vesting conditions.

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

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.

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