FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB Number: 3235-0287 Estimated average 0.5 burden hours per response

| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|--|---|--|--|--|--|
| KLEIN JOEL | NEWS CORP [NWS] | | | | | |
| (Last) (First) (Middle) | | X Director 10% Owner Officer Other | | | | |
| c/o News Corporation | 3. Date of Earliest Transaction (Month/Day/Year) | (give title below) (specify below) | | | | |
| 1211 Avenue of the Americas | 08/15/2017 | | | | | |
| (Street) | | / Ladioide at an Iniat/Carron Fillian | | | | |
| 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 Pe | | | | | |

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) | | | Securities Beneficially Owned Following Reported | (D) or Indirect | 7. Nature of Indirect Beneficial Ownership |
|-----------------------------------|--------------------------------------|--|---|---|---|------------------|---------|--|-----------------|---|
| | | | Code | V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Common Stock | 08/15/2017 | | М | | 34,920 | Α | (1) | 34,920 | D | |
| Class A Common Stock | 08/15/2017 | | F | | 14,850 ⁽²⁾ | D | \$13.37 | 20,070 | D | |
| Class A Common Stock | 08/15/2017 | | D | | 20,070 | D | \$13.37 | 0 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| Security | or Exercise Price of | 3. Transaction Date (Month/ Day/ Year) | Execution | 4. Transact Code (Instr. 8 |) | of Deri Secu Acqu or Di of (E | vative urities uired (A) isposed o) tr. 3, 4 | Expiration Date (Month, Day /Year) es d (A) sed | | | | Derivative Security (Instr. 5) | Transaction | Ownership Form of | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|-------------------------|--|-----------|-------------------------------------|-------------|--|---|---|------------|----------------------------|--|--------------------------------------|-------------|----------------------|--|
| | | | | Code | > | (A) | (D) | Exercisable | 1 | Title | Amount or Number of Shares | | | | |
| Cash-Settled Performance Stock Units | (3) | 08/15/2017 | | М | | | 34,920 | 08/15/2017 | 08/15/2017 | Class A Common Stock | 34,920 | (1) | 0 | D | |

Explanation of Responses:

- 1. The cash-settled performance stock units were deemed to have settled for an equivalent number of shares of News Corporation's Class A Common Stock.
- 2. Represents share's withheld upon vesting of cash-settled performance stock units to satisfy tax withhelding obligation.
- 3. Each cash-settled performance stock unit is the economic equivalent of one share of News Corporation's Class A Common Stock.

/s/ Kenneth C. Mertz as Attorney-in-Fact for Joel Klein 08/17/2017

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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.