Thiam Tidjane Form 4 October 19, 2017

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Thiam Tidjane

2. Issuer Name and Ticker or Trading

Symbol

TWENTY-FIRST CENTURY FOX,

INC. [FOX]

(Month/Day/Year)

10/18/2017

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

X\_ Director Officer (give title

10% Owner Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

C/O TWENTY-FIRST CENTURY FOX, INC., 1211 AVENUE OF THE **AMERICAS** 

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Code

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10036

(City)

1.Title of

Security

(Instr. 3)

(State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

Execution Date, if

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities

TransactionAcquired (A) or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

Indirect Ownership (Instr. 4)

(A)

Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Following

Reported

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474 (9-02)

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

#### Edgar Filing: Thiam Tidjane - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.		6. Date Exercisable and		7. Title and Amount of		8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber			Expiration Date		Underlying Securities		Derivative
Security	or Exercise		any	Code	of		(Month/Day/Year)		(Instr. 3 and 4)		Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Deri	vative	•				(Instr. 5)
	Derivative				Secu	ırities					
	Security				Acq	uired					
					(A)	or					
		Dispo				osed					
					of (I	<b>)</b> )					
					(Inst	r. 3,					
					4, ar	nd 5)					
				Code V	7 (A)	(D)	Date	Expiration	Title	Amount	
					()	(-)	Exercisable	Date		or	
										Number	
										of	
										Shares	
Deferred					66				Class A		
Stock	(1)	10/18/2017		A			(3)	(3)	Common	66	\$ 27.18
Units					(2)			_	Stock		

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Thiam Tidjane

C/O TWENTY-FIRST CENTURY FOX, INC.
1211 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

#### **Signatures**

/s/ Laura A. Cleveland as Attorney-in-Fact for Tidjane
Thiam
10/19/2017

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* 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).
- (1) Each deferred stock unit represents the equivalent of one share of Twenty-First Century Fox, Inc.'s Class A Common Stock.
- (2) Represents dividend equivalents accrued with respect to deferred stock units granted on or after July 1, 2016.
- (3) The deferred stock units representing dividend equivalents become payable in stock upon vesting of the underlying deferred stock units.
- 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 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.

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 number.

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