Arnault Delphine Form 4 October 19, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * Arnault Delphine

2. Issuer Name and Ticker or Trading

Symbol

TWENTY-FIRST CENTURY FOX,

INC. [FOX]

(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

10/18/2017

X_ Director Officer (give title

10% Owner Other (specify

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

(Street) 4. If Amendment, Date 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

NEW YORK, NY 10036

(City) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

3. (Month/Day/Year)

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

5. Amount of Securities Beneficially Owned Following

Reported

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

(A)

Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

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

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SEC 1474 (9-02)

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

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1. Title of Derivative	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)		4. 5. TransactionNumber			6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Security				Code	of	-	(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of Derivative Security			(Instr. 8)	Securitic Acquire (A) or Dispose of (D) (Instr. 3 4, and 5	es d d , ,) D) Date			or	
Deferred Stock Units	(1)	10/18/2017		A	66 (2)	<u>(3)</u>	(3)	Class A Common Stock	Number of Shares	\$ 27.18

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Arnault Delphine

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 Delphine
Arnault
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.

Reporting Owners 2