

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended **March 31, 2026**

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____
Commission File Number **001-38776**

FOX CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

83-1825597
(I.R.S. Employer
Identification No.)

**1211 Avenue of the Americas
New York, New York 10036**
(Address of principal executive offices and Zip Code)

Registrant's telephone number, including area code **(212) 852-7000**

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbols</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock, par value \$0.01 per share	FOXA	The Nasdaq Global Select Market
Class B Common Stock, par value \$0.01 per share	FOX	The Nasdaq Global Select Market

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of May 6, 2026, 199,481,198 shares of Class A Common Stock, par value \$0.01 per share, and 220,705,117 shares of Class B Common Stock, par value \$0.01 per share, were outstanding.

FOX CORPORATION
FORM 10-Q
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FOX CORPORATION
UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS
(IN MILLIONS, EXCEPT PER SHARE AMOUNTS)

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
Revenues	\$ 3,994	\$ 4,371	\$ 12,914	\$ 13,013
Operating expenses	(2,494)	(2,965)	(8,473)	(8,759)
Selling, general and administrative	(546)	(551)	(1,730)	(1,578)
Depreciation and amortization	(101)	(95)	(299)	(283)
Restructuring, impairment and other corporate matters	(32)	(55)	(38)	(251)
Equity losses of affiliates	(20)	(18)	(18)	(11)
Interest expense, net	(66)	(55)	(214)	(185)
Non-operating other, net	(499)	(158)	(785)	156
Income before income tax expense	236	474	1,357	2,102
Income tax expense	(61)	(120)	(326)	(528)
Net income	175	354	1,031	1,574
Less: Net income attributable to noncontrolling interests	(9)	(8)	(37)	(28)
Net income attributable to Fox Corporation stockholders	<u>\$ 166</u>	<u>\$ 346</u>	<u>\$ 994</u>	<u>\$ 1,546</u>

EARNINGS PER SHARE DATA

Weighted average shares:

Basic	424	453	435	457
Diluted	432	461	443	462

Net income attributable to Fox Corporation stockholders per share:

Basic	\$ 0.39	\$ 0.76	\$ 2.29	\$ 3.38
Diluted	\$ 0.38	\$ 0.75	\$ 2.24	\$ 3.35

The accompanying notes are an integral part of these Unaudited Consolidated Financial Statements.

FOX CORPORATION
UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(IN MILLIONS)

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
Net income	\$ 175	\$ 354	\$ 1,031	\$ 1,574
Other comprehensive (loss) income, net of tax:				
Benefit plan adjustments and other	(1)	3	—	2
Other comprehensive (loss) income, net of tax	(1)	3	—	2
Comprehensive income	174	357	1,031	1,576
Less: Net income attributable to noncontrolling interests ^(a)	(9)	(8)	(37)	(28)
Comprehensive income attributable to Fox Corporation stockholders	\$ 165	\$ 349	\$ 994	\$ 1,548

^(a) Net income attributable to noncontrolling interests includes nil and \$1 million for the three months ended March 31, 2026 and 2025, respectively, and \$4 million and nil for the nine months ended March 31, 2026 and 2025, respectively, relating to redeemable noncontrolling interests.

The accompanying notes are an integral part of these Unaudited Consolidated Financial Statements.

FOX CORPORATION
CONSOLIDATED BALANCE SHEETS
(IN MILLIONS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	As of March 31, 2026 (unaudited)	As of June 30, 2025 (audited)
ASSETS		
Current assets		
Cash and cash equivalents	\$ 3,601	\$ 5,351
Receivables, net	2,948	2,472
Inventories, net	652	432
Other	337	174
Total current assets	<u>7,538</u>	<u>8,429</u>
Non-current assets		
Property and equipment, net	1,782	1,705
Intangible assets, net	2,943	2,969
Goodwill	3,647	3,639
Deferred tax assets	2,604	2,721
Other non-current assets	3,269	3,732
Total assets	<u>\$ 21,783</u>	<u>\$ 23,195</u>
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable, accrued expenses and other current liabilities	\$ 2,603	\$ 2,897
Total current liabilities	<u>2,603</u>	<u>2,897</u>
Non-current liabilities		
Borrowings	6,605	6,602
Other liabilities	1,415	1,341
Redeemable noncontrolling interests	84	288
Commitments and contingencies		
Equity		
Class A Common Stock ^(a)	2	2
Class B Common Stock ^(b)	2	2
Additional paid-in capital	7,252	7,603
Retained earnings	3,837	4,479
Accumulated other comprehensive loss	(124)	(124)
Total Fox Corporation stockholders' equity	<u>10,969</u>	<u>11,962</u>
Noncontrolling interests	107	105
Total equity	<u>11,076</u>	<u>12,067</u>
Total liabilities and equity	<u>\$ 21,783</u>	<u>\$ 23,195</u>

^(a) **Class A Common Stock**, \$0.01 par value per share, 2,000,000,000 shares authorized, 199,631,720 shares and 210,754,900 shares issued and outstanding at par as of March 31, 2026 and June 30, 2025, respectively.

^(b) **Class B Common Stock**, \$0.01 par value per share, 1,000,000,000 shares authorized, 221,149,973 shares and 235,581,025 shares issued and outstanding at par as of March 31, 2026 and June 30, 2025, respectively.

The accompanying notes are an integral part of these Unaudited Consolidated Financial Statements.

FOX CORPORATION
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS
(IN MILLIONS)

	For the nine months ended March 31,	
	2026	2025
OPERATING ACTIVITIES		
Net income	\$ 1,031	\$ 1,574
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	299	283
Restructuring, impairment and other corporate matters	38	168
Equity-based compensation	90	97
Equity losses of affiliates	18	11
Cash distributions received from affiliates	—	13
Non-operating other, net	785	(156)
Deferred income taxes	116	165
Change in operating assets and liabilities, net of acquisitions and dispositions		
Receivables and other assets	(546)	(897)
Inventories net of programming payable	(387)	691
Accounts payable and accrued expenses	(226)	(26)
Other changes, net	(115)	(112)
Net cash provided by operating activities	<u>1,103</u>	<u>1,811</u>
INVESTING ACTIVITIES		
Property and equipment	(361)	(212)
Purchase of investments	(168)	(79)
Acquisitions, net of cash acquired	(8)	(91)
Other investing activities, net	(6)	(25)
Net cash used in investing activities	<u>(543)</u>	<u>(407)</u>
FINANCING ACTIVITIES		
Repurchase of shares	(1,900)	(750)
Dividends paid and distributions	(275)	(267)
Purchase of noncontrolling interest	(208)	—
Other financing activities, net	73	109
Net cash used in financing activities	<u>(2,310)</u>	<u>(908)</u>
Net (decrease) increase in cash and cash equivalents	<u>(1,750)</u>	<u>496</u>
Cash and cash equivalents, beginning of year	5,351	4,319
Cash and cash equivalents, end of period	<u>\$ 3,601</u>	<u>\$ 4,815</u>

The accompanying notes are an integral part of these Unaudited Consolidated Financial Statements.

FOX CORPORATION
UNAUDITED CONSOLIDATED STATEMENTS OF EQUITY
(IN MILLIONS)

	Class A		Class B		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Total Fox Corporation Stockholders' Equity	Noncontrolling Interests ^(a)	Total Equity
	Common Stock		Common Stock							
	Shares	Amount	Shares	Amount						
Balance, December 31, 2025	201	\$ 2	224	\$ 2	\$ 7,264	\$ 3,783	\$ (123)	\$ 10,928	\$ 110	\$ 11,038
Net income	—	—	—	—	—	166	—	166	9	175
Other comprehensive loss	—	—	—	—	—	—	(1)	(1)	—	(1)
Dividends	—	—	—	—	—	(118)	—	(118)	—	(118)
Shares repurchased	(3)	—	(3)	—	(107)	6	—	(101)	—	(101)
Other	2	—	—	—	95	—	—	95	(12)	83
Balance, March 31, 2026	200	\$ 2	221	\$ 2	\$ 7,252	\$ 3,837	\$ (124)	\$ 10,969	\$ 107	\$ 11,076
Balance, December 31, 2024	219	\$ 2	235	\$ 2	\$ 7,650	\$ 3,949	\$ (108)	\$ 11,495	\$ 116	\$ 11,611
Net income	—	—	—	—	—	346	—	346	7	353
Other comprehensive income	—	—	—	—	—	—	3	3	—	3
Dividends	—	—	—	—	—	(122)	—	(122)	—	(122)
Shares repurchased	(5)	—	—	—	(79)	(174)	—	(253)	—	(253)
Other	1	—	—	—	57	—	—	57	(11)	46
Balance, March 31, 2025	215	\$ 2	235	\$ 2	\$ 7,628	\$ 3,999	\$ (105)	\$ 11,526	\$ 112	\$ 11,638
Balance, June 30, 2025	211	\$ 2	235	\$ 2	\$ 7,603	\$ 4,479	\$ (124)	\$ 11,962	\$ 105	\$ 12,067
Net income	—	—	—	—	—	994	—	994	33	1,027
Other comprehensive income	—	—	—	—	—	—	—	—	—	—
Dividends	—	—	—	—	—	(243)	—	(243)	—	(243)
Shares repurchased	(17)	—	(14)	—	(529)	(1,390)	—	(1,919)	—	(1,919)
Other	6	—	—	—	178	(3)	—	175	(31)	144
Balance, March 31, 2026	200	\$ 2	221	\$ 2	\$ 7,252	\$ 3,837	\$ (124)	\$ 10,969	\$ 107	\$ 11,076
Balance, June 30, 2024	226	\$ 2	235	\$ 2	\$ 7,678	\$ 3,139	\$ (107)	\$ 10,714	\$ 100	\$ 10,814
Net income	—	—	—	—	—	1,546	—	1,546	28	1,574
Other comprehensive income	—	—	—	—	—	—	2	2	—	2
Dividends	—	—	—	—	—	(246)	—	(246)	—	(246)
Shares repurchased	(17)	—	—	—	(278)	(480)	—	(758)	—	(758)
Other	6	—	—	—	228	40	—	268	(16)	252
Balance, March 31, 2025	215	\$ 2	235	\$ 2	\$ 7,628	\$ 3,999	\$ (105)	\$ 11,526	\$ 112	\$ 11,638

^(a) Excludes Redeemable noncontrolling interests (See Note 11—Additional Financial Information under the heading “Redeemable Noncontrolling Interests”).

The accompanying notes are an integral part of these Unaudited Consolidated Financial Statements.

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION

Fox Corporation (“FOX” or the “Company”) is a news, sports and entertainment company, which manages and reports its businesses in the following reportable segments: Cable Network Programming and Television.

The accompanying Unaudited Consolidated Financial Statements of FOX have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. In the opinion of management, all adjustments consisting only of normal recurring adjustments necessary for a fair presentation have been reflected in these Unaudited Consolidated Financial Statements. Operating results for the interim periods presented are not necessarily indicative of the results that may be expected for the fiscal year ending June 30, 2026.

The preparation of the Company’s Unaudited Consolidated Financial Statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts that are reported in the Unaudited Consolidated Financial Statements and accompanying disclosures. Although these estimates are based on management’s best knowledge of current events and actions that the Company may undertake in the future, actual results may differ from those estimates.

These interim Unaudited Consolidated Financial Statements and notes thereto should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Company’s Annual Report on Form 10-K for the fiscal year ended June 30, 2025 as filed with the Securities and Exchange Commission on August 6, 2025 (the “2025 Form 10-K”).

All significant intercompany transactions and accounts within the Company’s consolidated businesses have been eliminated.

The Company’s fiscal year ends on June 30 (“fiscal”) of each year. Certain fiscal 2025 amounts have been reclassified to conform to the fiscal 2026 presentation.

The Unaudited Consolidated Financial Statements are referred to as the “Financial Statements” herein. The Unaudited Consolidated Statements of Operations are referred to as the “Statements of Operations” herein. The Consolidated Balance Sheets are referred to as the “Balance Sheets” herein.

NOTE 2. ACQUISITIONS, DISPOSALS AND OTHER TRANSACTIONS

The Company’s acquisitions support the Company’s strategy to strengthen its core brands, grow its digital businesses and selectively enhance production capabilities for its digital and linear platforms. During the nine months ended March 31, 2026, the Company’s acquisitions were not material. During the nine months ended March 31, 2025, the Company acquired a controlling ownership interest in a digital media company.

Other Transactions

In July 2025, the Company acquired a noncontrolling minority interest in a sports and entertainment company, which was recorded as an equity method investment, initially at fair value.

During the nine months ended March 31, 2026, the Company purchased the noncontrolling interest of one of its majority-owned subsidiaries (See Note 11—Additional Financial Information under the heading “Redeemable Noncontrolling Interests”).

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 3. INVENTORIES, NET

The Company's inventories were comprised of the following:

	As of March 31, 2026	As of June 30, 2025
	(in millions)	
Licensed programming, including prepaid sports rights	\$ 933	\$ 633
Owned programming	573	541
Total inventories, net	1,506	1,174
Less: current portion of inventories, net	(652)	(432)
Total non-current inventories, net	\$ 854	\$ 742
Owned programming		
Released	\$ 301	\$ 308
In-process or other	272	233
Total	\$ 573	\$ 541

The following table presents the aggregate amortization expense related to Inventories, net included in Operating expenses in the Statements of Operations:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Total amortization expense	\$ 1,442	\$ 1,913	\$ 5,405	\$ 5,801

NOTE 4. FAIR VALUE

Fair value measurements are required to be disclosed using a three-tiered fair value hierarchy which distinguishes market participant assumptions into the following categories: (i) inputs that are quoted prices in active markets ("Level 1"); (ii) inputs other than quoted prices included within Level 1 that are observable, including quoted prices for similar assets or liabilities ("Level 2"); and (iii) inputs that require the entity to use its own assumptions about market participant assumptions ("Level 3").

The following tables present information about financial assets and redeemable noncontrolling interests carried at fair value on a recurring basis:

	Fair value measurements			
	As of March 31, 2026			
	Total	Level 1	Level 2	Level 3
	(in millions)			
Investments in equity securities	\$ 458	\$ 458 ^(a)	\$ —	\$ —
Redeemable noncontrolling interests	(60)	—	—	(60) ^(b)
Total	\$ 398	\$ 458	\$ —	\$ (60)

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

	Fair value measurements			
	As of June 30, 2025			
	Total	Level 1	Level 2	Level 3
	(in millions)			
Investments in equity securities	\$ 1,249	\$ 1,249 ^(a)	\$ —	\$ —
Redeemable noncontrolling interests	(261)	—	—	(261) ^(b)
Total	\$ 988	\$ 1,249	\$ —	\$ (261)

^(a) The investments categorized as Level 1 primarily represent an investment in equity securities of Flutter Entertainment plc (“Flutter”) with a readily determinable fair value.

^(b) See Note 11—Additional Financial Information. The Company utilizes both the market and income approach valuation techniques for its Level 3 fair value measures. Inputs to such measures could include observable market data obtained from independent sources such as broker quotes and recent market transactions for similar assets. It is the Company’s policy to maximize the use of observable inputs in the measurement of its Level 3 fair value measurements. To the extent observable inputs are not available, the Company utilizes unobservable inputs based upon the assumptions market participants would use in valuing the redeemable noncontrolling interests. Examples of utilized unobservable inputs are future cash flows and long-term growth rates.

Financial Instruments

The carrying value of the Company’s financial instruments exclusive of borrowings, such as cash and cash equivalents, receivables and payables approximates fair value.

The following table sets forth the fair value and carrying value of the Company’s Borrowings:

	As of March 31, 2026	As of June 30, 2025
	(in millions)	
Borrowings		
Fair value	\$ 6,561	\$ 6,625
Carrying value	\$ 6,605	\$ 6,602

Fair value is generally determined by reference to market values resulting from trading on a national securities exchange or in an over-the-counter market (a Level 1 measurement).

Concentrations of Credit Risk

Cash and cash equivalents are maintained with several financial institutions. The Company has deposits held with banks that exceed the amount of insurance provided on such deposits. Generally, these deposits may be redeemed upon demand and are maintained with financial institutions of reputable credit and, therefore, bear minimal credit risk.

Generally, the Company does not require collateral to secure receivables. As of March 31, 2026 and June 30, 2025, the Company had no individual customers that accounted for 10% or more of the Company’s receivables.

NOTE 5. BORROWINGS

Borrowings include senior notes (See Note 9—Borrowings in the 2025 Form 10-K under the heading “Public Debt – Senior Notes Issued”). The Company is party to a credit agreement providing a \$1.0 billion unsecured revolving credit facility with a sub-limit of \$150 million available for the issuance of letters of credit

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

and a maturity date of June 2028 (See Note 9—Borrowings in the 2025 Form 10-K under the heading “Revolving Credit Agreement”). As of March 31, 2026, there were no borrowings outstanding under the revolving credit agreement.

NOTE 6. STOCKHOLDERS' EQUITY

Stock Repurchase Program

The Company's Board of Directors (the “Board”) previously authorized a stock repurchase program under which the Company can repurchase \$7 billion of Class A Common Stock, par value \$0.01 per share (the “Class A Common Stock”), and Class B Common Stock, par value \$0.01 per share (the “Class B Common Stock” and, together with the Class A Common Stock, the “Common Stock”). In August 2025, the Board authorized incremental stock repurchases of an additional \$5 billion of Common Stock. With this increase, the Company's total stock repurchase authorization is now \$12 billion. The program has no time limit and may be modified, suspended or discontinued at any time.

Repurchased shares are retired and reduce the number of shares issued and outstanding. The Company allocates the amount of the repurchase price over par value between additional paid-in capital and retained earnings.

In connection with the stock repurchase program, the Company entered into an accelerated share repurchase (“ASR”) agreement in October 2025 in which the Company paid a third-party financial institution \$700 million and \$800 million and received initial deliveries of approximately 8.5 million and 10.9 million shares of Class A Common Stock and Class B Common Stock, respectively, representing 80% of the value of such payments in shares, calculated at a price of \$65.51 and \$58.83 per share, which were the Nasdaq Global Select Market (“Nasdaq”) closing share prices of the Class A Common Stock and Class B Common Stock, respectively, on October 30, 2025. Upon final settlement of the ASR, the Company received final deliveries of approximately 1.8 million shares of Class A Common Stock in February 2026 and 2.6 million shares of Class B Common Stock in March 2026. The number of shares received upon final settlement were determined using a price of \$67.36 and \$59.39 per share of the Class A Common Stock and Class B Common Stock, respectively (the volume-weighted average market price of the Common Stock on the Nasdaq during the term of the ASR agreement less a discount, less the initial deliveries). The Company accounted for the ASR agreement as two separate transactions. The initial deliveries of Common Stock were accounted for as a treasury stock transaction recorded on the acquisition date. The final settlements of Common Stock were accounted for as a forward contract indexed to the Class A Common Stock or Class B Common Stock, as applicable, and qualified as an equity transaction.

Inclusive of the ASR agreement, the Company repurchased approximately 31 million shares of Common Stock for approximately \$1.9 billion during the nine months ended March 31, 2026.

As of March 31, 2026, the Company's remaining stock repurchase authorization was approximately \$3.5 billion. Subsequent to March 31, 2026, the Company repurchased approximately 0.8 million shares of Common Stock for approximately \$50 million.

Stockholders Agreement

On September 8, 2025, the Company entered into a stockholders agreement (the “2025 Stockholders Agreement”) with LGC Holdco, LLC (“LGC Holdco”) and certain Murdoch family trusts (collectively, the “LGC Family Trusts”). In connection with this, the stockholders agreement between the Company and the Murdoch Family Trust (See Note 11—Stockholders' Equity in the 2025 Form 10-K) was terminated. The 2025 Stockholders Agreement limits the LGC Family Trusts and LGC Holdco from owning, collectively with certain Murdoch family members (the “Murdoch Individuals”), more than 44% of the outstanding voting power of the shares of Class B Common Stock and requires the LGC Family Trusts and LGC Holdco to forfeit votes to the extent necessary to ensure that the Murdoch Individuals, the LGC Family Trusts and LGC Holdco collectively do not exceed 44% of the outstanding voting power of the shares of Class B Common Stock, except where a Murdoch Individual votes their own shares differently from the others on any matter. In addition, the 2025

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Stockholders Agreement provides the Company with a right of first refusal with respect to any underwritten public offering of the shares of Class B Common Stock held by the LGC Family Trusts or LGC Holdco to anyone other than the Murdoch Individuals and their affiliates, subject to certain exceptions, and provides the LGC Family Trusts and LGC Holdco with certain customary registration rights.

Dividends

The following table summarizes the dividends declared per share on both the Company's Class A Common Stock and Class B Common Stock:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
Cash dividend per share	\$ 0.28	\$ 0.27	\$ 0.56	\$ 0.54

The Company declared a semi-annual dividend of \$0.28 per share on both the Class A Common Stock and the Class B Common Stock during the three months ended March 31, 2026, which was paid on March 25, 2026.

NOTE 7. EQUITY-BASED COMPENSATION

The Company has equity-based compensation plans, including the Fox Corporation 2019 Shareholder Alignment Plan (See Note 12—Equity-Based Compensation in the 2025 Form 10-K).

The following table summarizes the Company's equity-based compensation:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Equity-based compensation	\$ 30	\$ 29	\$ 90	\$ 97
Intrinsic value of all settled equity-based awards	\$ 40	\$ 20	\$ 221	\$ 123
Tax benefit on settled equity-based awards	\$ 3	\$ 5	\$ 32	\$ 22

The Company's equity-based awards are settled in Class A Common Stock. As of March 31, 2026, the Company's total estimated compensation cost, not yet recognized, related to non-vested equity awards held by the Company's employees was approximately \$130 million and is expected to be recognized over a weighted average period between two and three years.

The computation of diluted earnings per share did not include stock options or performance-based stock options outstanding during each period presented if their inclusion would have been antidilutive, and, for those shares that are contingently issuable, if all necessary conditions have not been satisfied for the periods presented.

Awards Vested, Granted and Exercised

Restricted Stock Units

During the nine months ended March 31, 2026 and 2025, approximately 1.6 million and 1.5 million restricted stock units ("RSUs") vested and approximately 1.2 million and 1.7 million RSUs were granted, respectively. These RSUs generally vest in equal annual installments over a three-year period subject to participants' continued employment with the Company.

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NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Performance-Based Stock Options

During the nine months ended March 31, 2026 and 2025, approximately 1.9 million and 3.0 million performance-based stock options were exercised and approximately 2.4 million and 3.4 million were granted, respectively, which will vest in full at the end of a three-year performance period as the market condition has been met and have a term of seven years thereafter.

NOTE 8. COMMITMENTS AND CONTINGENCIES

Commitments

The Company has commitments under certain firm contractual arrangements (“firm commitments”) to make future payments. These firm commitments secure the future rights to various assets and services to be used in the normal course of operations. The total firm commitments and future debt payments as of March 31, 2026 and June 30, 2025 were approximately \$34 billion and \$35 billion, respectively. The decrease from June 30, 2025 was primarily due to sports programming rights payments.

Legal and Other Contingencies

The Company establishes an accrued liability for legal claims and indemnification claims when the Company determines that a loss is both probable and the amount of the loss can be reasonably estimated. Once established, accruals are adjusted from time to time, as appropriate, in light of additional information. The amount of any loss ultimately incurred in relation to matters for which an accrual has been established may be higher or lower than the amounts accrued for such matters. Any fees, expenses, fines, penalties, judgments or settlements which might be incurred by the Company in connection with the various proceedings could affect the Company’s results of operations and financial condition. For the contingencies disclosed below for which there is at least a reasonable possibility that a loss may be incurred, other than the accrual provided, the Company was unable to estimate the amount of loss or range of loss.

FOX News

The Company’s FOX News business and certain of its current and former employees have been subject to allegations of sexual harassment and discrimination on the basis of sex and race. The Company has resolved many of these claims and is contesting other claims in litigation. The Company has also received regulatory and investigative inquiries relating to these matters. To date, none of the amounts paid in settlements or reserved for pending or future claims is material, individually or in the aggregate, to the Company. The amount of additional liability, if any, that may result from these or related matters cannot be estimated at this time. However, the Company does not currently anticipate that the ultimate resolution of any such pending matters will have a material adverse effect on its business, financial condition, results of operations or cash flows.

U.K. Newspaper Matters Indemnity

In connection with the separation of Twenty-First Century Fox, Inc. (“21CF”) and News Corporation in June 2013 (the “21CF News Corporation Separation”), 21CF agreed to indemnify News Corporation, on an after-tax basis, for payments made after the 21CF News Corporation Separation arising out of civil claims and investigations relating to phone hacking, illegal data access and inappropriate payments to public officials that occurred at subsidiaries of News Corporation before the 21CF News Corporation Separation, as well as legal and professional fees and expenses paid in connection with the related criminal matters, other than fees, expenses and costs relating to employees who are not (i) directors, officers or certain designated employees or (ii) with respect to civil matters, co-defendants with News Corporation (the “U.K. Newspaper Matters Indemnity”). In accordance with the separation agreement entered into connection with the separation of 21CF and the Company in 2019 and 21CF becoming a wholly-owned subsidiary of The Walt Disney Company (“Disney”) (the “Transaction”), the Company assumed certain costs and liabilities related to the U.K. Newspaper Matters Indemnity. The liability recorded in the Balance Sheets related to the indemnity was approximately \$25 million and \$30 million as of March 31, 2026 and June 30, 2025, respectively.

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Defamation and Disparagement Claims

From time to time, the Company and its news businesses, including FOX News Media and the FOX Television Stations, and their employees are subject to lawsuits alleging defamation or disparagement. This includes the lawsuit filed by Smartmatic USA Corp. and certain of its affiliates (collectively, "Smartmatic") in February 2021 seeking \$2.7 billion in damages.

The Company continues to believe the Smartmatic and other pending lawsuits alleging defamation or disparagement are without merit and intends to defend against them vigorously, including through any appeals. The parties argued summary judgment motions in the Smartmatic case on December 2, 2025. At this time, no trial date has been set by the court in the Smartmatic lawsuit and a trial is not expected to commence until later in 2026 at the earliest. The Company is unable to predict the final outcome of these matters and has determined that a loss in the Smartmatic case is neither probable nor reasonably estimable. There can be no assurance that the ultimate resolution of these pending matters will not have a material adverse effect on the Company's business, financial condition, results of operations or cash flows.

In 2023, stockholders of the Company filed derivative lawsuits in the Delaware Court of Chancery (the "Chancery Court") against certain directors and officers of the Company, naming the Company as a nominal defendant. The Chancery Court consolidated the lawsuits into one matter captioned *In re Fox Corporation Deriv. Litig.*, C.A. No. 2023-0418 (Del.Ch.). On April 26, 2024, the lead plaintiffs filed an amended complaint that alleges that certain directors and officers, as applicable, breached their fiduciary duties by allowing the Company's news channel to air allegations regarding election fraud in connection with the 2020 U.S. Presidential election, which resulted in significant defamation litigation. The amended complaint seeks orders awarding damages in favor of the Company; directing the Company to reform and improve its policies and procedures; and awarding the plaintiffs attorneys' fees and costs. On December 27, 2024, the Chancery Court denied the defendants' motion to dismiss the amended complaint. On February 18, 2025, the Chancellor of the Chancery Court, on the Chancellor's own motion, reassigned the consolidated lawsuit to a different Vice Chancellor. On April 28, 2025, the Chancery Court granted the defendants' motion for leave to move for summary judgment on an issue relating to director independence and limited discovery on this issue is ongoing. The Company intends to continue to vigorously defend against these claims.

Tax Contingencies

The Company's operations are subject to tax primarily in various domestic jurisdictions and as a matter of course, the Company is regularly audited by federal and state tax authorities. The Company believes it has appropriately accrued for the expected outcome of all pending tax matters and does not currently anticipate that the ultimate resolution of pending tax matters will have a material adverse effect on its consolidated financial condition, future results of operations or liquidity. In connection with the Transaction, each member of the 21CF consolidated group, which includes 21CF, the Company (prior to the Transaction) and 21CF's other subsidiaries, is jointly and severally liable for the U.S. federal income and, in certain jurisdictions, state tax liabilities of each other member of the consolidated group. Consequently, the Company could be liable in the event any such liability is incurred, and not discharged, by any other member of the 21CF consolidated group. The tax matters agreement entered into in connection with the Transaction requires 21CF and/or Disney to indemnify the Company for any such liability. Disputes or assessments could arise during current or future audits by the IRS and other jurisdictional tax authorities in amounts that the Company cannot quantify.

NOTE 9. PENSION AND OTHER POSTRETIREMENT BENEFITS

The Company participates in and/or sponsors various pension, savings and postretirement benefit plans. Pension plans and postretirement benefit plans are closed to new participants with the exception of a limited number of employees covered by collective bargaining agreements. The net periodic benefit cost was \$8 million and \$9 million for the three months ended March 31, 2026 and 2025, respectively, and \$25 million and \$26 million for the nine months ended March 31, 2026 and 2025, respectively.

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 10. SEGMENT INFORMATION

The Company is a news, sports and entertainment company, which manages and reports its businesses in four operating segments: Cable Network Programming, Television, Credible and the FOX Studio Lot with the following two reportable segments:

- **Cable Network Programming**, which produces and licenses news and sports content distributed through traditional cable television systems, direct broadcast satellite operators and telecommunication companies ("traditional MVPDs"), virtual multi-channel video programming distributors ("virtual MVPDs") and other digital platforms, primarily in the U.S.
- **Television**, which produces, acquires, markets and distributes programming through the FOX broadcast network, advertising-supported video-on-demand service Tubi, 29 full power broadcast television stations, including 11 duopolies, and other digital platforms, primarily in the U.S. Eighteen of the broadcast television stations are affiliated with the FOX Network and 11 are affiliated with MyNetworkTV. The segment also includes various production companies that produce content for the Company and third parties.

The Credible and the FOX Studio Lot operating segments do not meet the criteria under GAAP to be separately reported as a reportable segment or aggregated with other operating segments, and as such are presented as part of Corporate and Other, which is not a reportable segment. Corporate and Other principally consists of FOX One, the Company's direct-to-consumer subscription streaming service launched in August 2025, Credible, the FOX Studio Lot and corporate overhead costs. Credible is a U.S. consumer finance marketplace. The FOX Studio Lot, located in Los Angeles, California, provides television and film production services along with office space, studio operation services and includes all operations of the facility.

The Company's operating segments have been determined in accordance with the Company's internal management structure, which is organized based on operating activities. The Company evaluates performance based upon several factors, of which the primary financial measure is Segment EBITDA (defined below). Due to the integrated nature of these operating segments, estimates and judgments are made in allocating certain assets, revenues and expenses. Intersegment transactions principally relate to the sublicensing of sports content, direct-to-consumer streaming services and rental of studio and administrative space, which are recorded consistently with the recognition of transactions with third parties and are eliminated in consolidation.

Segment EBITDA is defined as Revenues less Operating expenses and Selling, general and administrative expenses. Segment EBITDA does not include: Depreciation and amortization, Restructuring, impairment and other corporate matters, Equity earnings (losses) of affiliates, Interest expense, net, Non-operating other, net and Income tax expense. Effective July 1, 2025, the Company no longer removes the impact of amortization of cable distribution investments when calculating Segment EBITDA. Prior periods were not restated as the impact of the change is immaterial to the calculation. Management believes that Segment EBITDA is an appropriate measure for evaluating the operating performance of the Company's operating segments because it is the primary measure used by the Company's chief operating decision maker, the Chief Executive Officer, to monitor actual versus budget and prior fiscal year financial results, forecast future periods and perform competitive analyses to evaluate performance and allocate resources.

We use the term "MVPDs" to refer collectively to traditional MVPDs and virtual MVPDs.

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

The tables below present summarized financial information for each of the Company's reportable segments and Corporate and Other.

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Revenues				
Cable Network Programming	\$ 1,741	\$ 1,636	\$ 5,678	\$ 5,398
Television	2,197	2,704	7,184	7,618
Corporate and Other	152	58	365	181
Eliminations	(96)	(27)	(313)	(184)
Total revenues	<u>\$ 3,994</u>	<u>\$ 4,371</u>	<u>\$ 12,914</u>	<u>\$ 13,013</u>
Segment EBITDA				
Cable Network Programming	\$ 884	\$ 878	\$ 2,371	\$ 2,283
Television	191	60	733	637
Corporate and Other	(121)	(82)	(393)	(235)
Amortization of cable distribution investments	—	(1)	—	(9)
Depreciation and amortization	(101)	(95)	(299)	(283)
Restructuring, impairment and other corporate matters	(32)	(55)	(38)	(251)
Equity losses of affiliates	(20)	(18)	(18)	(11)
Interest expense, net	(66)	(55)	(214)	(185)
Non-operating other, net	(499)	(158)	(785)	156
Income before income tax expense	236	474	1,357	2,102
Income tax expense	(61)	(120)	(326)	(528)
Net income	175	354	1,031	1,574
Less: Net income attributable to noncontrolling interests	(9)	(8)	(37)	(28)
Net income attributable to Fox Corporation stockholders	<u>\$ 166</u>	<u>\$ 346</u>	<u>\$ 994</u>	<u>\$ 1,546</u>

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
(in millions)				
Reconciliation of Revenues to Segment EBITDA				
Cable Network Programming				
Revenues	\$ 1,741	\$ 1,636	\$ 5,678	\$ 5,398
Operating expenses	(702)	(601)	(2,831)	(2,657)
Selling, general and administrative	(155)	(158)	(476)	(467)
Amortization of cable distribution investments	—	1	—	9
Segment EBITDA	<u>\$ 884</u>	<u>\$ 878</u>	<u>\$ 2,371</u>	<u>\$ 2,283</u>
Television				
Revenues	\$ 2,197	\$ 2,704	\$ 7,184	\$ 7,618
Operating expenses	(1,736)	(2,359)	(5,642)	(6,191)
Selling, general and administrative	(270)	(285)	(809)	(790)
Segment EBITDA	<u>\$ 191</u>	<u>\$ 60</u>	<u>\$ 733</u>	<u>\$ 637</u>

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
(in millions)				
Revenues by Segment by Component				
Cable Network Programming				
Distribution ^(a)	\$ 1,233	\$ 1,169	\$ 3,486	\$ 3,340
Advertising	390	372	1,226	1,153
Content and other	118	95	966	905
Total Cable Network Programming revenues	<u>1,741</u>	<u>1,636</u>	<u>5,678</u>	<u>5,398</u>
Television				
Advertising	1,166	1,664	4,197	4,634
Distribution ^(a)	858	870	2,510	2,500
Content and other	173	170	477	484
Total Television revenues	<u>2,197</u>	<u>2,704</u>	<u>7,184</u>	<u>7,618</u>
Corporate and Other	152	58	365	181
Eliminations	(96)	(27)	(313)	(184)
Total revenues	<u>\$ 3,994</u>	<u>\$ 4,371</u>	<u>\$ 12,914</u>	<u>\$ 13,013</u>

^(a) The Company generates distribution revenue from agreements with MVPDs for cable network programming and retransmission fees for the broadcast of the Company's owned and operated television stations and from subscription fees for the Company's direct-to-consumer streaming services. In addition, the Company generates distribution revenue from agreements with independently owned television stations that are affiliated with the FOX Network.

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
(in millions)				
Depreciation and amortization				
Cable Network Programming	\$ 25	\$ 24	\$ 78	\$ 69
Television	32	28	92	87
Corporate and Other	44	43	129	127
Total depreciation and amortization	\$ 101	\$ 95	\$ 299	\$ 283

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
(in millions)				
Capital expenditures				
Cable Network Programming	\$ 38	\$ 27	\$ 104	\$ 80
Television	56	20	119	48
Corporate and Other	41	27	138	84
Total capital expenditures	\$ 135	\$ 74	\$ 361	\$ 212

	As of	As of
	March 31, 2026	June 30, 2025
(in millions)		
Assets		
Cable Network Programming	\$ 3,239	\$ 2,895
Television	8,665	7,924
Corporate and Other	8,900	10,755
Investments	979	1,621
Total assets	\$ 21,783	\$ 23,195

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 11. ADDITIONAL FINANCIAL INFORMATION

Restructuring, Impairment and Other Corporate Matters

The following table sets forth the components of Restructuring, impairment and other corporate matters included in the Statements of Operations:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Restructuring charges ^(a)	\$ (15)	\$ (15)	\$ (22)	\$ (26)
Other corporate matters				
Legal settlement costs ^(a)	(1)	(25)	(11)	(122)
U.K. Newspaper Matters Indemnity ^(b)	(1)	(14)	(3)	(33)
Other ^(a)	(15)	(1)	(2)	(70)
Total restructuring, impairment and other corporate matters	\$ (32)	\$ (55)	\$ (38)	\$ (251)

^(a) Primarily related to the discontinuation of Venu Sports for the nine months ended March 31, 2025.

^(b) See Note 8—Commitments and Contingencies under the heading "U.K. Newspaper Matters Indemnity."

Interest Expense, net

The following table sets forth the components of Interest expense, net included in the Statements of Operations:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Interest expense	\$ (89)	\$ (94)	\$ (309)	\$ (313)
Interest income	23	39	95	128
Total interest expense, net	\$ (66)	\$ (55)	\$ (214)	\$ (185)

Non-Operating Other, net

The following table sets forth the components of Non-operating other, net included in the Statements of Operations:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Net (losses) gains on investments in equity securities ^(a)	\$ (496)	\$ (155)	\$ (776)	\$ 164
Other	(3)	(3)	(9)	(8)
Total non-operating other, net	\$ (499)	\$ (158)	\$ (785)	\$ 156

^(a) Net (losses) gains on investments in equity securities includes the (losses) gains related to the change in fair value of the Company's investment in Flutter (See Note 4—Fair Value).

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Other Non-Current Assets

The following table sets forth the components of Other non-current assets included in the Balance Sheets:

	As of March 31, 2026	As of June 30, 2025
	(in millions)	
Investments ^(a)	\$ 979	\$ 1,621
Operating lease assets	895	814
Inventories, net	854	742
Grantor Trust assets	237	246
Other	304	309
Total other non-current assets	<u>\$ 3,269</u>	<u>\$ 3,732</u>

^(a) Includes investments accounted for at fair value on a recurring basis of \$458 million and \$1.2 billion as of March 31, 2026 and June 30, 2025, respectively (See Note 4—Fair Value).

Accounts Payable, Accrued Expenses and Other Current Liabilities

The following table sets forth the components of Accounts payable, accrued expenses and other current liabilities included in the Balance Sheets:

	As of March 31, 2026	As of June 30, 2025
	(in millions)	
Programming payable	\$ 1,066	\$ 1,070
Accrued expenses	991	1,081
Deferred revenue	268	299
Operating lease liabilities	45	41
Other current liabilities	233	406
Total accounts payable, accrued expenses and other current liabilities	<u>\$ 2,603</u>	<u>\$ 2,897</u>

Other Liabilities

The following table sets forth the components of Other liabilities included in the Balance Sheets:

	As of March 31, 2026	As of June 30, 2025
	(in millions)	
Non-current operating lease liabilities	\$ 924	\$ 822
Accrued non-current pension/postretirement liabilities	264	276
Other non-current liabilities	227	243
Total other liabilities	<u>\$ 1,415</u>	<u>\$ 1,341</u>

Redeemable Noncontrolling Interests

Put rights held by minority shareholders in consolidated companies are recorded by the Company as redeemable noncontrolling interests. The put right held by the Credible Labs Inc. ("Credible") minority interest shareholder was exercised in December 2024 and was settled during the nine months ended March 31, 2026. The put right held by the entertainment production company's minority shareholder will become exercisable in

FOX CORPORATION
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

fiscal 2029. The put right held by the digital media company's minority shareholders will become exercisable in fiscal 2030.

The changes in redeemable noncontrolling interests were as follows:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Beginning of period	\$ 84	\$ 200	\$ 288	\$ 242
Acquisitions ^(a)	—	27	—	27
Net income	—	1	4	—
Redemption of noncontrolling interests	—	—	(208)	—
Accretion and redemption value adjustments	—	—	—	(41)
End of period	\$ 84	\$ 228	\$ 84	\$ 228

(a)

See Note 2—Acquisitions, Disposals and Other Transactions.

Future Performance Obligations

As of March 31, 2026, approximately \$6.1 billion of revenues are expected to be recognized primarily over the next one to three years. The Company's most significant remaining performance obligations relate to distribution contracts, content licensing contracts with fixed fees and sports advertising contracts. The amount disclosed does not include (i) revenues related to performance obligations that are part of a contract whose original expected duration is one year or less, (ii) revenues that are in the form of sales- or usage-based royalties and (iii) revenues related to performance obligations for which the Company elects to recognize revenue in the amount it has a right to invoice.

Supplemental Information

The following table summarizes supplemental information on the Statements of Cash Flows:

	For the nine months ended March 31,	
	2026	2025
	(in millions)	
Supplemental cash flow information		
Cash paid for interest	\$ (343)	\$ (342)
Cash paid for income taxes	\$ (306)	\$ (350)

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Readers should carefully review this document and the other documents filed by Fox Corporation ("FOX" or the "Company") with the Securities and Exchange Commission (the "SEC"). This section should be read together with the unaudited interim consolidated financial statements and related notes appearing elsewhere in this Quarterly Report on Form 10-Q and the Annual Report on Form 10-K for the fiscal year ended June 30, ("fiscal") 2025 as filed with the SEC on August 6, 2025 (the "2025 Form 10-K"). The Unaudited Consolidated Financial Statements are referred to as the "Financial Statements" herein.

INTRODUCTION

Management's discussion and analysis of financial condition and results of operations is intended to help provide an understanding of the Company's financial condition, changes in financial condition and results of operations. This discussion is organized as follows:

- **Overview of the Company's Business**—This section provides a general description of the Company's businesses, as well as developments that occurred during the three and nine months ended March 31, 2026 and 2025 that the Company believes are important in understanding its results of operations and financial condition or to disclose known trends.
- **Results of Operations**—This section provides an analysis of the Company's results of operations for the three and nine months ended March 31, 2026 and 2025. This analysis is presented on both a consolidated and a segment basis. In addition, a brief description is provided of significant transactions and events that impact the comparability of the results being analyzed.
- **Liquidity and Capital Resources**—This section provides an analysis of the Company's cash flows for the nine months ended March 31, 2026 and 2025, as well as a discussion of the Company's outstanding debt and commitments, both firm and contingent, that existed as of March 31, 2026. Included in the discussion of outstanding debt is a discussion of the amount of financial capacity available to fund the Company's future commitments and obligations, as well as a discussion of other financing arrangements.
- **Caution Concerning Forward-Looking Statements**—This section provides a description of the use of forward-looking information appearing in this Quarterly Report on Form 10-Q, including in Management's Discussion and Analysis of Financial Condition and Results of Operations. Such information is based on management's current expectations about future events which are subject to change and to inherent risks and uncertainties. Refer to Part I., Item 1A. "Risk Factors" in the 2025 Form 10-K for a discussion of the risk factors applicable to the Company.

OVERVIEW OF THE COMPANY'S BUSINESS

The Company is a news, sports and entertainment company, which manages and reports its businesses in four operating segments: Cable Network Programming, Television, Credible and the FOX Studio Lot with the following two reportable segments:

- **Cable Network Programming**, which produces and licenses news and sports content distributed through traditional cable television systems, direct broadcast satellite operators and telecommunication companies ("traditional MVPDs"), virtual multi-channel video programming distributors ("virtual MVPDs") and other digital platforms, primarily in the U.S.
- **Television**, which produces, acquires, markets and distributes programming through the FOX broadcast network, advertising-supported video-on-demand ("AVOD") service Tubi, 29 full power broadcast television stations, including 11 duopolies, and other digital platforms, primarily in the U.S. Eighteen of the broadcast television stations are affiliated with the FOX Network and 11 are affiliated with MyNetworkTV. The segment also includes various production companies that produce content for the Company and third parties.

The Credible and the FOX Studio Lot operating segments do not meet the criteria under U.S. generally accepted accounting principles ("GAAP") to be separately reported as a reportable segment or aggregated with other operating segments, and as such are presented as part of Corporate and Other, which is not a reportable segment. Corporate and Other principally consists of FOX One, the Company's direct-to-consumer subscription

streaming service launched in August 2025, Credible, the FOX Studio Lot and corporate overhead costs. Credible is a U.S. consumer finance marketplace. The FOX Studio Lot, located in Los Angeles, California, provides television and film production services along with office space, studio operation services and includes all operations of the facility.

We use the term "MVPDs" to refer collectively to traditional MVPDs and virtual MVPDs.

RESULTS OF OPERATIONS

Results of Operations—For the three and nine months ended March 31, 2026 versus the three and nine months ended March 31, 2025.

The following table sets forth the Company's operating results for the three and nine months ended March 31, 2026, as compared to the three and nine months ended March 31, 2025:

(in millions, except %)	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
			Better/(Worse)				Better/(Worse)	
Revenues								
Distribution ^(a)	\$ 2,107	\$ 2,039	\$ 68	3 %	\$ 6,024	\$ 5,840	\$ 184	3 %
Advertising	1,556	2,036	(480)	(24)%	5,423	5,787	(364)	(6)%
Content and other	331	296	35	12 %	1,467	1,386	81	6 %
Total revenues	3,994	4,371	(377)	(9)%	12,914	13,013	(99)	(1)%
Operating expenses	(2,494)	(2,965)	471	16 %	(8,473)	(8,759)	286	3 %
Selling, general and administrative	(546)	(551)	5	1 %	(1,730)	(1,578)	(152)	(10)%
Depreciation and amortization	(101)	(95)	(6)	(6)%	(299)	(283)	(16)	(6)%
Restructuring, impairment and other corporate matters	(32)	(55)	23	42 %	(38)	(251)	213	85 %
Equity losses of affiliates	(20)	(18)	(2)	(11)%	(18)	(11)	(7)	(64)%
Interest expense, net	(66)	(55)	(11)	(20)%	(214)	(185)	(29)	(16)%
Non-operating other, net	(499)	(158)	(341)	**	(785)	156	(941)	**
Income before income tax expense	236	474	(238)	(50)%	1,357	2,102	(745)	(35)%
Income tax expense	(61)	(120)	59	49 %	(326)	(528)	202	38 %
Net income	175	354	(179)	(51)%	1,031	1,574	(543)	(34)%
Less: Net income attributable to noncontrolling interests	(9)	(8)	(1)	(13)%	(37)	(28)	(9)	(32)%
Net income attributable to Fox Corporation stockholders	\$ 166	\$ 346	\$ (180)	(52)%	\$ 994	\$ 1,546	\$ (552)	(36)%

^(a) The Company generates distribution revenue from agreements with MVPDs for cable network programming and retransmission fees for the broadcast of the Company's owned and operated television stations and from subscription fees for the Company's direct-to-consumer streaming services. In addition, the Company generates distribution revenue from agreements with independently owned television stations that are affiliated with the FOX Network.

** not meaningful

Overview

For the three months ended March 31, 2026 and 2025

The Company's revenues decreased \$377 million or 9% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, primarily due to lower advertising revenue, partially offset by higher distribution and content and other revenues. The increase of \$68 million or 3% in distribution revenue was due to the impact of higher average rates per subscriber of approximately \$90 million, partially offset by the approximately \$20 million impact of a lower average number of subscribers. The decrease of \$480 million or 24% in advertising revenue was primarily due to the absence of the February 2025 broadcast of *Super Bowl LIX* and lower ratings, partially offset by the approximately \$200 million impact due to continued digital growth led by the Tubi AVOD service, the broadcast of an additional National Football League ("NFL") postseason game and higher pricing. The increase of \$35 million or 12% in content and other revenues was primarily due to higher sports sublicensing revenue.

Operating expenses decreased \$471 million or 16% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, primarily due to the approximately \$535 million impact of lower sports programming rights amortization and production costs driven by the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by the broadcast of an additional NFL postseason game. This decrease was partially offset by the approximately \$65 million impact primarily due to costs associated with the launch of Fox One and higher entertainment programming rights amortization and production costs.

Selling, general and administrative expenses decreased \$5 million or 1% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, primarily due to lower legal costs.

For the nine months ended March 31, 2026 and 2025

The Company's revenues decreased \$99 million or 1% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to lower advertising revenue, partially offset by higher distribution and content and other revenues. The increase of \$184 million or 3% in distribution revenue was due to higher average rates per subscriber and higher fees received from television stations that are affiliated with the FOX Network of approximately \$360 million, partially offset by the approximately \$175 million impact of a lower average number of subscribers. The decrease of \$364 million or 6% in advertising revenue was primarily due to the approximately \$435 million impact related to sports programming led by the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by the broadcast of additional NFL and Major League Baseball ("MLB") postseason games and higher pricing. The remaining impact was primarily due to continued digital growth led by the Tubi AVOD service and higher news pricing, partially offset by lower political advertising revenue due to the absence of the 2024 presidential and congressional elections and lower news ratings. The increase of \$81 million or 6% in content and other revenues was primarily due to higher sports sublicensing revenue partially offset by lower entertainment production services revenue led by the timing of deliveries.

Operating expenses decreased \$286 million or 3% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, primarily due to the approximately \$440 million impact of lower sports programming rights amortization driven by the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by higher NFL costs, including the broadcast of an additional NFL postseason game. Also partially offsetting this decrease was the approximately \$155 million impact primarily due to costs associated with the launch of Fox One and higher digital content costs.

Selling, general and administrative expenses increased \$152 million or 10% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, primarily due to costs associated with the launch of Fox One and higher employee costs.

Restructuring, impairment and other corporate matters—See Note 11—Additional Financial Information to the accompanying Financial Statements under the heading "Restructuring, Impairment and Other Corporate Matters."

Interest expense, net—Interest expense, net increased \$11 million and \$29 million or 20% and 16% for the three and nine months ended March 31, 2026, respectively, as compared to the corresponding period of fiscal 2025, primarily due to lower interest income as a result of lower average cash and cash equivalent balances, partially offset by a lower average amount of debt outstanding.

Non-operating other, net—See Note 11—Additional Financial Information to the accompanying Financial Statements under the heading “Non-Operating Other, net.”

Income tax expense—The Company’s tax provision and related effective tax rate of 26% and 24% for the three and nine months ended March 31, 2026, respectively, was higher than the statutory rate of 21% primarily due to state taxes and other permanent items.

The Company’s tax provision and related effective tax rate of 25% for the three and nine months ended March 31, 2025 was higher than the statutory rate of 21% primarily due to state taxes and other permanent items.

Net income—Net income decreased \$179 million or 51% and \$543 million or 34% for the three and nine months ended March 31, 2026, respectively, as compared to the corresponding periods of fiscal 2025, primarily due to a change in fair value of the Company’s investments in equity securities, partially offset by higher Segment EBITDA (as defined below) and, for the nine months ended March 31, 2026, lower legal settlement and other costs associated with the discontinuation of Venu Sports in fiscal 2025. These changes resulted in lower income before income tax expense and a corresponding lower provision for income tax.

Segment Analysis

The Company’s operating segments have been determined in accordance with the Company’s internal management structure, which is organized based on operating activities. The Company evaluates performance based upon several factors, of which the primary financial measure is Segment EBITDA (defined below). Due to the integrated nature of these operating segments, estimates and judgments are made in allocating certain assets, revenues and expenses. Intersegment transactions principally relate to the sublicensing of sports content, direct-to-consumer streaming services and rental of studio and administrative space, which are recorded consistently with the recognition of transactions with third parties and are eliminated in consolidation.

Segment EBITDA is defined as Revenues less Operating expenses and Selling, general and administrative expenses. Segment EBITDA does not include: Depreciation and amortization, Restructuring, impairment and other corporate matters, Equity earnings (losses) of affiliates, Interest expense, net, Non-operating other, net and Income tax expense. Effective July 1, 2025, the Company no longer removes the impact of amortization of cable distribution investments when calculating Segment EBITDA. Prior periods were not restated as the impact of the change is immaterial to the calculation. Management believes that Segment EBITDA is an appropriate measure for evaluating the operating performance of the Company’s operating segments because it is the primary measure used by the Company’s chief operating decision maker, the Chief Executive Officer, to monitor actual versus budget and prior fiscal year financial results, forecast future periods and perform competitive analyses to evaluate performance and allocate resources.

The following tables set forth the Company’s Revenues and Segment EBITDA for the three and nine months ended March 31, 2026, as compared to the three and nine months ended March 31, 2025:

	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
(in millions, except %)	Better/(Worse)				Better/(Worse)			
Revenues								
Cable Network Programming	\$ 1,741	\$ 1,636	\$ 105	6 %	\$ 5,678	\$ 5,398	\$ 280	5 %
Television	2,197	2,704	(507)	(19)%	7,184	7,618	(434)	(6)%
Corporate and Other	152	58	94	**	365	181	184	**
Eliminations	(96)	(27)	(69)	**	(313)	(184)	(129)	(70)%
Total revenues	\$ 3,994	\$ 4,371	\$ (377)	(9)%	\$ 12,914	\$ 13,013	\$ (99)	(1)%

(in millions, except %)	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
	Better/(Worse)				Better/(Worse)			
Segment EBITDA								
Cable Network Programming	\$ 884	\$ 878	\$ 6	1 %	\$ 2,371	\$ 2,283	\$ 88	4 %
Television	191	60	131	**	733	637	96	15 %
Corporate and Other	(121)	(82)	(39)	(48)%	(393)	(235)	(158)	(67)%
Adjusted EBITDA ^(a)	\$ 954	\$ 856	\$ 98	11 %	\$ 2,711	\$ 2,685	\$ 26	1 %

** not meaningful

(a) For a discussion of Adjusted EBITDA and a reconciliation of Net income to Adjusted EBITDA, see "Non-GAAP Financial Measures" below.

Cable Network Programming (44% and 41% of the Company's revenues for the first nine months of fiscal 2026 and 2025, respectively)

(in millions, except %)	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
	Better/(Worse)				Better/(Worse)			
Revenues								
Distribution	\$ 1,233	\$ 1,169	\$ 64	5 %	\$ 3,486	\$ 3,340	\$ 146	4 %
Advertising	390	372	18	5 %	1,226	1,153	73	6 %
Content and other	118	95	23	24 %	966	905	61	7 %
Total revenues	1,741	1,636	105	6 %	5,678	5,398	280	5 %
Operating expenses	(702)	(601)	(101)	(17)%	(2,831)	(2,657)	(174)	(7)%
Selling, general and administrative	(155)	(158)	3	2 %	(476)	(467)	(9)	(2)%
Amortization of cable distribution investments	—	1	(1)	(100)%	—	9	(9)	(100)%
Segment EBITDA	\$ 884	\$ 878	\$ 6	1 %	\$ 2,371	\$ 2,283	\$ 88	4 %

For the three months ended March 31, 2026 and 2025

Revenues at the Cable Network Programming segment increased \$105 million or 6% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to higher distribution, advertising and content and other revenues. Distribution revenue increased \$64 million or 5% as higher average rates per subscriber were partially offset by a decrease in the average number of subscribers. The increase of \$18 million or 5% in advertising revenue was primarily due to sports programming and higher news pricing partially offset by lower ratings. The increase of \$23 million or 24% in content and other revenues was primarily due to higher sports sublicensing revenue.

Cable Network Programming Segment EBITDA increased \$6 million or 1% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to the revenue increases noted above, partially offset by higher expenses. Operating expenses increased \$101 million or 17% primarily due to higher sports programming rights amortization led by expanded international soccer rights. Selling, general and administrative expenses decreased \$3 million or 2% primarily due to lower legal costs.

For the nine months ended March 31, 2026 and 2025

Revenues at the Cable Network Programming segment increased \$280 million or 5% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to higher distribution,

advertising and content and other revenues. Distribution revenue increased \$146 million or 4% as higher average rates per subscriber were partially offset by a decrease in the average number of subscribers. The increase of \$73 million or 6% in advertising revenue was primarily due to higher news and sports pricing partially offset by lower ratings. The increase of \$61 million or 7% in content and other revenues was primarily due to higher sports sublicensing revenue.

Cable Network Programming Segment EBITDA increased \$88 million or 4% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to the revenue increases noted above, partially offset by higher expenses. Operating expenses increased \$174 million or 7% primarily due to higher sports programming rights amortization led by expanded international soccer rights. This increase was partially offset by lower newsgathering costs due to the absence of the 2024 presidential election. Selling, general and administrative expenses increased \$9 million or 2% primarily due to higher technology costs, partially offset by lower legal costs.

Television (56% and 59% of the Company's revenues for the first nine months of fiscal 2026 and 2025, respectively)

(in millions, except %)	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
			Better/(Worse)				Better/(Worse)	
Revenues								
Advertising	\$ 1,166	\$ 1,664	\$ (498)	(30)%	\$ 4,197	\$ 4,634	\$ (437)	(9)%
Distribution	858	870	(12)	(1)%	2,510	2,500	10	— %
Content and other	173	170	3	2 %	477	484	(7)	(1)%
Total revenues	2,197	2,704	(507)	(19)%	7,184	7,618	(434)	(6)%
Operating expenses	(1,736)	(2,359)	623	26 %	(5,642)	(6,191)	549	9 %
Selling, general and administrative	(270)	(285)	15	5 %	(809)	(790)	(19)	(2)%
Segment EBITDA	<u>\$ 191</u>	<u>\$ 60</u>	<u>\$ 131</u>	**	<u>\$ 733</u>	<u>\$ 637</u>	<u>\$ 96</u>	15 %

** not meaningful

For the three months ended March 31, 2026 and 2025

Revenues at the Television segment decreased \$507 million or 19% for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to lower advertising and distribution revenues, partially offset by higher content and other revenues. The decrease of \$498 million or 30% in advertising revenue was primarily due to the absence of the February 2025 broadcast of *Super Bowl LIX*, partially offset by the broadcast of an additional NFL postseason game and continued digital growth led by the Tubi AVOD service. The decrease of \$12 million or 1% in distribution revenue was due to a lower average number of subscribers at the Company's owned and operated television stations.

Television Segment EBITDA increased \$131 million for the three months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, as the revenue decreases noted above were more than offset by lower expenses. Operating expenses decreased \$623 million or 26% primarily due to lower sports programming rights amortization and production costs principally due to the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by the broadcast of an additional NFL postseason game. Also partially offsetting this decrease was higher entertainment programming rights amortization and production costs and entertainment marketing costs. Selling, general and administrative expenses decreased \$15 million or 5% primarily due to lower legal costs.

For the nine months ended March 31, 2026 and 2025

Revenues at the Television segment decreased \$434 million or 6% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, due to lower advertising and content and other

revenues, partially offset by higher distribution revenue. The decrease of \$437 million or 9% in advertising revenue was primarily due to sports programming led by the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by the broadcast of additional NFL and MLB postseason games and higher pricing. Also contributing to this decrease was lower political advertising revenue principally due to the absence of the 2024 presidential and congressional elections. These decreases were partially offset by continued digital growth led by the Tubi AVOD service. The increase of \$10 million in distribution revenue was due to higher average rates per subscriber partially offset by a lower average number of subscribers at the Company's owned and operated television stations and higher fees received from television stations that are affiliated with the FOX Network. The decrease of \$7 million or 1% in content and other revenues was primarily due to lower entertainment production services revenue led by the timing of deliveries.

Television Segment EBITDA increased \$96 million or 15% for the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, as the revenue decreases noted above were more than offset by lower expenses. Operating expenses decreased \$549 million or 9% primarily due to lower sports programming amortization led by the absence of the February 2025 broadcast of *Super Bowl LIX* partially offset by higher NFL costs, including the broadcast of an additional NFL postseason game, and higher digital content costs. Selling, general and administrative expenses increased \$19 million or 2% primarily due to higher employee costs, partially offset by lower legal costs.

Corporate and Other

	For the three months ended March 31,				For the nine months ended March 31,			
	2026	2025	Change	% Change	2026	2025	Change	% Change
(in millions, except %)	Better/(Worse)				Better/(Worse)			
Revenues	\$ 152	\$ 58	\$ 94	**	\$ 365	\$ 181	\$ 184	**
Operating expenses	(139)	(19)	(120)	**	(272)	(55)	(217)	**
Selling, general and administrative	(134)	(121)	(13)	(11)%	(486)	(361)	(125)	(35)%
Segment EBITDA	\$ (121)	\$ (82)	\$ (39)	(48)%	\$ (393)	\$ (235)	\$ (158)	(67)%

** not meaningful

For the three and nine months ended March 31, 2026 and 2025

Revenues within Corporate and Other for the three and nine months ended March 31, 2026 and 2025 include distribution revenue at FOX One and revenues generated by Credible and the operation of the FOX Studio Lot. Operating expenses for the three and nine months ended March 31, 2026 and 2025 include costs associated with the launch of FOX One and advertising and promotional expenses at Credible. Selling, general and administrative expenses for the three and nine months ended March 31, 2026 and 2025 primarily relate to employee costs, professional fees, costs associated with the launch of FOX One and the costs of operating the FOX Studio Lot.

Corporate and Other EBITDA decreased \$39 million or 48% and \$158 million or 67% for the three and nine months ended March 31, 2026, respectively, as compared to the corresponding periods of fiscal 2025, primarily due to intercompany FOX branded content and marketing costs associated with the launch of FOX One, which more than offset related distribution revenue.

Non-GAAP Financial Measures

Adjusted EBITDA is defined as Revenues less Operating expenses and Selling, general and administrative expenses. Adjusted EBITDA does not include: Depreciation and amortization, Restructuring, impairment and other corporate matters, Equity earnings (losses) of affiliates, Interest expense, net, Non-operating other, net and Income tax expense. Effective July 1, 2025, the Company no longer removes the impact of amortization of cable distribution investments when calculating Adjusted EBITDA. Prior periods were not restated as the impact of the change is immaterial to the calculation.

Management believes that information about Adjusted EBITDA assists all users of the Company's Financial Statements by allowing them to evaluate changes in the operating results of the Company's portfolio of businesses separate from non-operational factors that affect Net income, thus providing insight into both operations and the other factors that affect reported results. Adjusted EBITDA provides management, investors and equity analysts a measure to analyze the operating performance of the Company's business and its enterprise value against historical data and competitors' data, although historical results, including Adjusted EBITDA, may not be indicative of future results (as operating performance is highly contingent on many factors, including customer tastes and preferences).

Adjusted EBITDA is considered a non-GAAP financial measure and should be considered in addition to, not as a substitute for, net income, cash flow and other measures of financial performance reported in accordance with GAAP. In addition, this measure does not reflect cash available to fund requirements and excludes items, such as depreciation and amortization and impairment charges, which are significant components in assessing the Company's financial performance. Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies.

The following table reconciles Net income to Adjusted EBITDA for the three and nine months ended March 31, 2026, as compared to the three and nine months ended March 31, 2025:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Net income	\$ 175	\$ 354	\$ 1,031	\$ 1,574
Add				
Amortization of cable distribution investments	—	1	—	9
Depreciation and amortization	101	95	299	283
Restructuring, impairment and other corporate matters	32	55	38	251
Equity losses of affiliates	20	18	18	11
Interest expense, net	66	55	214	185
Non-operating other, net	499	158	785	(156)
Income tax expense	61	120	326	528
Adjusted EBITDA	\$ 954	\$ 856	\$ 2,711	\$ 2,685

The following table sets forth the computation of Adjusted EBITDA for the three and nine months ended March 31, 2026, as compared to the three and nine months ended March 31, 2025:

	For the three months ended March 31,		For the nine months ended March 31,	
	2026	2025	2026	2025
	(in millions)			
Revenues	\$ 3,994	\$ 4,371	\$ 12,914	\$ 13,013
Operating expenses	(2,494)	(2,965)	(8,473)	(8,759)
Selling, general and administrative	(546)	(551)	(1,730)	(1,578)
Amortization of cable distribution investments	—	1	—	9
Adjusted EBITDA	\$ 954	\$ 856	\$ 2,711	\$ 2,685

LIQUIDITY AND CAPITAL RESOURCES

Current Financial Condition

The Company has approximately \$3.6 billion of cash and cash equivalents as of March 31, 2026 and an unused five-year \$1.0 billion unsecured revolving credit facility (See Note 5—Borrowings to the accompanying Financial Statements). The Company also has access to global capital markets, subject to market conditions.

As of March 31, 2026, the Company was in compliance with all of the covenants under the revolving credit facility, and it does not anticipate any noncompliance with such covenants.

The principal uses of cash that affect the Company's liquidity position include the following: the acquisition of rights and related payments for entertainment and sports programming; operational expenditures including production costs; marketing and promotional expenses; expenses related to broadcasting the Company's programming; employee and facility costs; capital expenditures; acquisitions, including redeemable noncontrolling interests; income taxes, interest and dividend payments; debt repayments; legal settlements; and stock repurchases.

The Company has evaluated, and expects to continue to evaluate, possible acquisitions and dispositions of certain businesses and assets. Such transactions may be material and may involve cash, the Company's securities or the assumption of additional indebtedness.

Sources and Uses of Cash

Net cash provided by operating activities for the nine months ended March 31, 2026 and 2025 was as follows (in millions):

For the nine months ended March 31,	2026	2025
Net cash provided by operating activities	\$ 1,103	\$ 1,811

The decrease in net cash provided by operating activities during the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, was primarily due to lower advertising receipts due to the absence of *Super Bowl LIX* and the 2024 presidential and congressional elections and higher sports programming payments.

Net cash used in investing activities for the nine months ended March 31, 2026 and 2025 was as follows (in millions):

For the nine months ended March 31,	2026	2025
Net cash used in investing activities	\$ (543)	\$ (407)

The increase in net cash used in investing activities during the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, was primarily due to an increase in the Company's investments and capital expenditures, partially offset by a decrease in the Company's acquisitions.

Net cash used in financing activities for the nine months ended March 31, 2026 and 2025 was as follows (in millions):

For the nine months ended March 31,	2026	2025
Net cash used in financing activities	\$ (2,310)	\$ (908)

The increase in net cash used in financing activities during the nine months ended March 31, 2026, as compared to the corresponding period of fiscal 2025, was primarily due to activity under the stock repurchase program, including the \$1.5 billion accelerated share repurchase transaction (See Note 6—Stockholders' Equity to the accompanying Financial Statements under the heading "Stock Repurchase Program"), and the Company's purchase of noncontrolling interest.

Stock Repurchase Program

See Note 6—Stockholders' Equity to the accompanying Financial Statements under the heading "Stock Repurchase Program."

Dividends

The Company declared a semi-annual dividend of \$0.28 per share on both the Class A Common Stock and the Class B Common Stock during the three months ended March 31, 2026, which was paid on March 25, 2026. The Company expects to continue to pay semi-annual dividends, although each dividend is subject to approval by the Company's Board of Directors.

Debt Instruments

Borrowings include senior notes (See Note 5—Borrowings to the accompanying Financial Statements).

Ratings of the Senior Notes

The following table summarizes the Company's credit ratings as of March 31, 2026:

Rating Agency	Senior Debt	Outlook
Moody's	Baa2	Stable
Standard & Poor's	BBB	Stable

Revolving Credit Agreement

The Company has an unused five-year \$1.0 billion unsecured revolving credit facility with a maturity date of June 2028 (See Note 5—Borrowings to the accompanying Financial Statements).

Commitments and Contingencies

See Note 8—Commitments and Contingencies to the accompanying Financial Statements.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

There have been no material changes to the accounting policies and estimates as described in Part II., Item 7, "Management's Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies and Estimates" in the 2025 Form 10-K.

CAUTION CONCERNING FORWARD-LOOKING STATEMENTS

This document contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements other than statements of historical or current fact are "forward-looking statements" for purposes of federal and state securities laws, including any statements regarding (i) future earnings, revenues or other measures of the Company's financial performance; (ii) the Company's plans, strategies and objectives for future operations; (iii) proposed new programming or other offerings; (iv) future economic conditions or performance; and (v) assumptions underlying any of the foregoing. Forward-looking statements may include, among others, the words "may," "will," "should," "likely," "anticipates," "expects," "intends," "plans," "projects," "believes," "estimates," "outlook" or any other similar words.

Although the Company's management believes that the expectations reflected in any of the Company's forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any forward-looking statements. The Company's future financial condition and results of operations, as well as any forward-looking statements, are subject to change and to inherent risks and uncertainties, such as those disclosed or incorporated by reference in our filings with the SEC. Important factors that could cause the Company's actual results, performance and achievements to differ materially from those estimates or projections contained in the Company's forward-looking statements include, but are not limited to, government regulation, economic, strategic, political and social conditions and the following factors:

- evolving technologies and distribution platforms and offerings and changes in consumer behavior as consumers seek more control over when, where and how they consume content, and related impacts on advertisers and MVPDs;
- declines in advertising expenditures due to various factors such as the economic prospects of advertisers or the economy, evolving technologies and distribution platforms and related changes in

consumer behavior and shifts in advertisers' expenditures, the evolving digital advertising market, major sports events and election cycles, and audience measurement methodologies' ability to accurately reflect actual multiplatform viewership levels;

- further declines in the number of subscribers to MVPD services;
- the failure to enter into or renew on favorable terms, or at all, affiliation or carriage agreements or arrangements through which the Company makes its content available for viewing through online video platforms;
- the highly competitive nature of the industry in which the Company's businesses operate;
- the popularity of the Company's content, including special sports events; and the continued popularity of the sports franchises, leagues and teams for which the Company has acquired programming rights;
- the Company's ability to renew programming rights, particularly sports programming rights, on sufficiently favorable terms, or at all;
- damage to the Company's brands or reputation;
- the inability to realize the anticipated benefits of the Company's acquisitions, investments and other strategic initiatives, and the effects of any combination or significant acquisition, disposition or other similar transaction involving the Company;
- the loss of key personnel;
- labor disputes, including labor disputes involving professional sports leagues whose games or events the Company has the right to broadcast;
- lower than expected valuations associated with the Company's reporting units, indefinite-lived intangible assets, investments or long-lived assets;
- a degradation, failure or misuse of the Company's network and information systems and other technology relied on by the Company that causes a disruption of services or improper disclosure of personal data or other confidential information;
- content piracy and signal theft and the Company's ability to protect its intellectual property rights;
- the failure to comply with laws, regulations, rules, industry standards or contractual obligations relating to privacy and personal data protection;
- changes in tax, federal communications or other laws, regulations, practices or the interpretation or enforcement thereof;
- the impact of any investigations or fines from governmental authorities, including Federal Communications Commission ("FCC") rules and policies and FCC decisions regarding revocation, renewal or grant of station licenses, waivers and other matters;
- the failure or destruction of satellites or transmitter facilities the Company depends on to distribute its programming;
- unfavorable litigation outcomes or investigation results that require the Company to pay significant amounts or lead to onerous operating procedures;
- changes in GAAP or other applicable accounting standards and policies;
- the Company's ability to secure additional capital on acceptable terms; and
- the other risks and uncertainties detailed in Part I, Item 1A. "Risk Factors" in the 2025 Form 10-K.

Forward-looking statements in this Quarterly Report speak only as of the date hereof, and forward-looking statements in documents that are incorporated by reference hereto speak only as of the date of those documents. The Company does not undertake any obligation to update or release any revisions to any forward-looking statement made herein or to report any events or circumstances after the date hereof or to reflect the occurrence of unanticipated events or to conform such statements to actual results or changes in our expectations, except as required by law.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

There have been no material changes in the market risks reported in the 2025 Form 10-K.

ITEM 4. CONTROLS AND PROCEDURES

(a) Disclosure Controls and Procedures

The Company's management, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the Company's disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act")) as of the end of the period covered by this Quarterly Report. Based on such evaluation, the Company's Chief Executive Officer and Chief Financial Officer have concluded that, as of the end of such period, the Company's disclosure controls and procedures were effective in recording, processing, summarizing and reporting on a timely basis, information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act and were effective in ensuring that information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the Company's management, including the Company's Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

(b) Changes in Internal Control over Financial Reporting

There were no changes in the Company's internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the Company's third quarter of fiscal 2026 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II

ITEM 1. LEGAL PROCEEDINGS

See Note 8—Commitments and Contingencies to the accompanying Unaudited Consolidated Financial Statements of FOX under the heading “Legal and Other Contingencies” for a discussion of the Company’s legal proceedings.

ITEM 1A. RISK FACTORS

There have been no material changes to the risk factors described in the section titled “Risk Factors” in the Company’s Annual Report on Form 10-K for the fiscal year ended June 30, 2025, as filed with the Securities and Exchange Commission (the “SEC”) on August 6, 2025.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

Below is a summary of the Company’s repurchases of its Class A Common Stock, par value \$0.01 per share (the “Class A Common Stock”), and Class B Common Stock, par value \$0.01 per share (the “Class B Common Stock” and, together with the Class A Common Stock, the “Common Stock”), during the three months ended March 31, 2026:

	Total number of shares purchased ^(a)	Average price paid per share ^(b)	Approximate dollar value of shares that may yet be purchased under the program ^{(b)(c)} (in millions)
January 1, 2026 - January 31, 2026			
Class A Common Stock	—	\$ —	—
Class B Common Stock	—	—	—
February 1, 2026 - February 28, 2026			
Class A Common Stock ^(d)	2,406,461	13.24	
Class B Common Stock	456,637	51.43	
March 1, 2026 - March 31, 2026			
Class A Common Stock	312,070	58.04	
Class B Common Stock ^(d)	3,095,612	8.57	
Total			
Class A Common Stock ^(d)	2,718,531	18.38	
Class B Common Stock ^(d)	3,552,249	14.08	
	<u>6,270,780</u>		<u>\$ 3,500</u>

^(a) The Company has not made any purchases of Common Stock other than in connection with the publicly announced stock repurchase program described below.

^(b) These amounts exclude any fees, commissions, excise taxes or other costs associated with the share repurchases.

^(c) The Company’s Board of Directors (the “Board”) previously authorized a stock repurchase program, under which the Company can repurchase \$7 billion of Common Stock. In August 2025, the Board authorized incremental stock repurchases of an additional \$5 billion of Common Stock. With this increase, the Company’s total stock repurchase authorization is now \$12 billion. The program has no time limit and may be modified, suspended or discontinued at any time.

(d) In October 2025, in connection with the stock repurchase program, the Company entered into an accelerated share repurchase (“ASR”) agreement in which the Company paid a third-party financial institution \$700 million and \$800 million and received initial deliveries of approximately 8.5 million and 10.9 million shares of Class A Common Stock and Class B Common Stock, respectively, representing 80% of the value of such payments in shares, calculated at a price of \$65.51 and \$58.83 per share, respectively. Upon final settlement of the ASR, the Company received final deliveries of approximately 1.8 million shares of Class A Common Stock in February 2026 and 2.6 million shares of Class B Common Stock in March 2026. The number of shares received upon final settlement were determined using a price of \$67.36 and \$59.39 per share of the Class A Common Stock and Class B Common Stock, respectively (the volume-weighted average market price of the Common Stock on the Nasdaq during the term of the ASR agreement less a discount, less the initial deliveries) (See Note 6—Stockholders’ Equity to the accompanying Unaudited Consolidated Financial Statements of FOX under the heading “Stock Repurchase Program”).

In total, the Company repurchased approximately 31 million shares of Common Stock for approximately \$1.9 billion during the nine months ended March 31, 2026.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

Not applicable.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

Not applicable.

ITEM 6. EXHIBITS

(a) Exhibits.

- 31.1 [Chief Executive Officer Certification required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended.](#)
- 31.2 [Chief Financial Officer Certification required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended.](#)
- 32.1 [Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of Sarbanes Oxley Act of 2002.](#)
- 101 The following financial information from the Company’s Quarterly Report on Form 10-Q for the quarter ended March 31, 2026 formatted in Inline XBRL (eXtensible Business Reporting Language): (i) Unaudited Consolidated Statements of Operations for the three and nine months ended March 31, 2026 and 2025; (ii) Unaudited Consolidated Statements of Comprehensive Income for the three and nine months ended March 31, 2026 and 2025; (iii) Consolidated Balance Sheets as of March 31, 2026 (unaudited) and June 30, 2025 (audited); (iv) Unaudited Consolidated Statements of Cash Flows for the nine months ended March 31, 2026 and 2025; (v) Unaudited Consolidated Statements of Equity for the three and nine months ended March 31, 2026 and 2025; and (vi) Notes to the Unaudited Consolidated Financial Statements.*
- 104 Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101).

* Filed herewith.

** Furnished herewith.

Chief Executive Officer Certification
Required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended

I, Lachlan K. Murdoch, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Fox Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

May 11, 2026

By: /s/ Lachlan K. Murdoch
Lachlan K. Murdoch
Chief Executive Officer

Chief Financial Officer Certification
Required by Rules 13a-14 and 15d-14 under the Securities Exchange Act of 1934, as amended

I, Steven Tomsic, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Fox Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

May 11, 2026

By: /s/ Steven Tomsic
Steven Tomsic
Chief Financial Officer

**CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of Fox Corporation on Form 10-Q for the fiscal quarter ended March 31, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), we, the undersigned officers of Fox Corporation, certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that, to the best of our knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of Fox Corporation.

May 11, 2026

By: /s/ Lachlan K. Murdoch

Lachlan K. Murdoch
Chief Executive Officer

By: /s/ Steven Tomsic

Steven Tomsic
Chief Financial Officer