FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

n, D.C. 20549	OMB APPROVAL

	OMB Number:	3235-0287
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- 1	hours per response:	0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Kalish Matthew					2. Issuer Name and Ticker or Trading Symbol DraftKings Inc. [DKNG]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner X Officer (give title Other (specify better))						
(Last) (First) (Middle) C/O DRAFTKINGS INC. 222 BERKELEY STREET, 5TH FLOOR						of Earliest /2022	Trans	saction (M	onth/l	Day/Year)	x	below)	,	Remark	below)	,poon,			
(Street) BOSTON MA 02116						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(5	State)																	
1 Title of 1	Socurity (Inc		Table I - Noi	n-Deriva 2. Transact		Securitie 2A. Deeme		quired 3.	, Dis	4. Securitie			Owned 5. Amount of	.f	6. Owne	rehin 7	Nature of		
1. Title of Security (Instr. 3)				Date (Month/Day/Year)		Execution Date.		Transaction Code (Instr. 8)		Disposed Of (D) (Inst		r. 3, 4 and 5)	Securities Beneficially Owned Following Reported Transaction(s)		Form: Direct (D) or Indirect (I) (Instr. 4)		direct eneficial wnership nstr. 4)		
Class A (Common St	ock		05/05/2	022			A		2,468,20		(1)(2)	(Instr. 3 and 2,468,2)			
Class A Common Stock Class A Common Stock				05/05/2	022			A		196,27	9 A	(1)(2)	196,279		1	K F 24 In	feld by calish amily 020 revocable rusts		
Class A Common Stock				05/05/2	022			A		196,27	9 A	(1)(2)	196,279		I K Fa 20 In		feld by falish amily 020 revocable rusts		
			Table II -	Derivati	ivo Sa		۸۰۰	uired	Disr	osed of	or Ben	eficially C	wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		(e.g., pu			of (A)	s, optio	ns, xerci	convertil	7. Title an	d Amount of Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securit Benefic Owned Follow Report	ive ties cially ing ed	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Dat if any	(e.g., pu	saction (Instr.	5. Number Derivative Securities Acquired (or Dispose (D) (Instr. :	of (A)	6. Date E	ixercison Date Day/Ye	convertil	7. Title an Securities Derivative	d Amount of Underlying Security	8. Price of Derivative Security	derivat Securit Benefic Owned Follow Report	ive ties cially ing ed ction(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)		
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Expiration Numbe		Amount or Number of Shares		Transaction(s) (Instr. 4)			
Warrant for Common Stock	\$11.5 ⁽¹²⁾	05/05/2022		A		3,251		05/23/2020	04/23/2025	Class A Common Stock	3,251	\$0.00	3,251	D	
Warrant for Common Stock	\$11.5 ⁽¹²⁾	05/05/2022		A		40		05/23/2020	04/23/2025	Class A Common Stock	40	\$0.00	40	I	Held by Kalish Family 2020 Irrevocable Trusts
Warrant for Common Stock	\$11.5 ⁽¹²⁾	05/05/2022		A		3,883		05/23/2020	04/23/2025	Class A Common Stock	3,883	\$0.00	3,883	I	Held by Matthew P. Kalish 2020 Trust

Explanation of Responses:

- 1. Pursuant to the Agreement and Plan of Merger, dated August 9, 2021 (the "Merger Agreement"), between DraftKings Inc. (now known as DraftKings Holdings Inc.) ("Old DraftKings"), Golden Nugget Online Gaming, Inc., New Duke Holdco, Inc. (now known as DraftKings Inc.) ("New DraftKings"), Duke Merger Sub, Inc. ("DK Merger Sub, Inc., upon the consummation of the merger of DK Merger Sub with and into Old DraftKings at 12:01 a.m. Eastern Time on May 5, 2022 (the "DraftKings Merger"), each issued and outstanding share of Class A common stock, par value \$0.0001 per share, of Old DraftKings ("Old DraftKings Class A Common Stock") was converted into the right to receive one share of Class A common stock, par value \$0.0001 per share, of New DraftKings Class A Common Stock"). The acquisition of the New DraftKings Class A Common Stock is exempt from Section 16(b) of the Securities Exchange Act of 1934, as amended (the "Exchange (continued on footnote 2)
- 2. (Continued from footnote 1) Act"), pursuant to Rule 16b-3 and Rule 16b-7 under the Exchange Act. Contemporaneously with the filing of this Form 4 to reflect the acquisition of New DraftKings Class A Common Stock by the Reporting Person in connection with the consummation of the DraftKings Merger, the Reporting Person is filing a Form 4 with respect to Old DraftKings to report the disposition by such Reporting Person of an equal number of shares of Old DraftKings Class A Common Stock in connection with the consummation of the DraftKings Merger. This Form 4 only reports the acquisition of securities of the Reporting Person pursuant to the Merger Agreement and does not reflect the purchase of securities by the Reporting Person. As used herein, the term "Class A Common Stock" refers to (i) Old DraftKings Class A Common Stock prior to the DraftKings Merger and (ii) New DraftKings Class A Common Stock following the DraftKings Merger, in each case, unless the context requires otherwise.
- 3. Pursuant to the Merger Agreement and in connection with the consummation of the DraftKings Merger, each outstanding restricted stock unit denominated in Old DraftKings Class A Common Stock (collectively, the "Old DraftKings RSUs") was converted into an equivalent restricted stock unit denominated in New DraftKings Class A Common Stock (collectively, the "New DraftKings RSUs"), each of which represents a contingent right to receive one share of New DraftKings Class A Common Stock. Contemporaneously with the filing of this Form 4 to reflect the acquisition of New DraftKings RSUs by the Reporting Person in connection with the consummation of the DraftKings Merger, the Reporting Person is filing a Form 4 with respect to Old DraftKings to report the disposition by such Reporting Person of an equal number of Old DraftKings RSUs in connection with the consummation of the DraftKings Merger. (continued on footnote 4)
- 4. (Continued from footnote 3) This Form 4 only reports the acquisition of securities of the Reporting Person pursuant to the Merger Agreement and does not reflect the purchase of securities by the Reporting Person. As used herein, the term "RSUs" refers to (i) Old DraftKings RSUs prior to the DraftKings Merger and (ii) New DraftKings RSUs following the DraftKings Merger, in each case, unless the context requires otherwise.
- 5. The Reporting Person was granted 99,828 RSUs on August 11, 2020 vesting quarterly over four (4) years from April 23, 2020, with the vesting of the first tranche occurring on September 12, 2020.
- 6. On February 22, 2021, the Reporting Person was granted 85,078 RSUs vesting quarterly over four (4) years.
- 7. On February 9, 2022, the Reporting Person was granted 452,940 RSUs vesting quarterly over four (4) years.
- 8. Pursuant to the Merger Agreement and in connection with the consummation of the DraftKings Merger, each outstanding stock option to purchase Old DraftKings Class A Common Stock ("Old DraftKings Options") was converted into an equivalent stock option to purchase New DraftKings Class A Common Stock ("New DraftKings Options"). Contemporaneously with the filing of this Form 4 to reflect the acquisition of New DraftKings Options by the Reporting Person in connection with the consummation of the DraftKings Merger, the Reporting Person is filing a Form 4 with respect to Old DraftKings to report the disposition by such Reporting Person of an equal number of Old DraftKings Options in connection with the consummation of the DraftKings Merger. (continued on footnote 9)
- As used herein, the term "Stock Options" refers to (i) Old DraftKings Options prior to the DraftKings Merger and (ii) New DraftKings Options following the DraftKings Merger, in each case, unless the context requires otherwise
- 10. These Stock Options are vested and exercisable as of the date hereof.
- 11. These Stock Options were granted on June 4, 2019. As of the date hereof, 206,653 of such Stock Options have vested. The remaining Stock Options will vest in four (4) equal quarterly installments beginning on June 1, 2022.
- 12. Each warrant to purchase Class A Common Stock is exercisable for one share of Class A Common Stock at an exercise price of \$11.50 per share.

Remarks:

President, Global Technology and Product

/s/ Faisal Hasan, attorney-in-fact 05/09/2022

** Signature of Reporting Person Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.