

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Kalish Matthew</u> (Last) (First) (Middle) <u>C/O DRAFTKINGS INC.</u> <u>222 BERKELEY STREET, 5TH FLOOR</u> (Street) <u>BOSTON</u> <u>MA</u> <u>02116</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DraftKings Inc. [DKNG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>See Remarks</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/06/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	08/06/2021		M ⁽¹⁾		96,154 ⁽²⁾	A	\$0.63	1,938,272	D	
Class A Common Stock	08/06/2021		S ⁽¹⁾		27,348	D	\$50.93 ⁽³⁾	1,910,924	D	
Class A Common Stock	08/06/2021		S ⁽¹⁾		48,531	D	\$51.73 ⁽⁴⁾	1,862,393	D	
Class A Common Stock	08/06/2021		S ⁽¹⁾		17,536	D	\$52.5 ⁽⁵⁾	1,844,857	D	
Class A Common Stock	08/06/2021		S ⁽¹⁾		2,739	D	\$53.37 ⁽⁶⁾	1,842,118	D	
Class A Common Stock								257,722	I	Held by Matthew P. Kalish 2020 Trust
Class A Common Stock								6,568	I	Held by Kalish Family 2020 Irrevocable Trusts

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 Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$0.63	08/06/2021		M ⁽¹⁾		96,154 ⁽²⁾	(7)	02/18/2025	Class A Common Stock	96,154	\$0.00	5,764	D	

Explanation of Responses:

1. These transactions were effected pursuant to a Rule 10b5-1 trading plan.
2. Represents shares of Class A Common Stock of the Issuer underlying options exercised by the Reporting Person.
3. The price reported in Column 4 is a weighted average price. These shares were obtained via an exercise and sell transaction and sold in multiple transactions at prices ranging from \$50.23 to \$51.22, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes 3, 4, 5 and 6 to this Form 4.
4. The price reported in Column 4 is a weighted average price. These shares were obtained via an exercise and sell transaction and sold in multiple transactions at prices ranging from \$51.23 to \$52.21, inclusive.
5. The price reported in Column 4 is a weighted average price. These shares were obtained via an exercise and sell transaction and sold in multiple transactions at prices ranging from \$52.23 to \$53.20, inclusive.
6. The price reported in Column 4 is a weighted average price. These shares were obtained via an exercise and sell transaction and sold in multiple transactions at prices ranging from \$53.25 to \$53.665, inclusive.
7. The options are vested and currently exercisable.

Remarks:

President - DraftKings, North America

/s/ Faisal Hasan, attorney-in-fact

** Signature of Reporting Person

08/06/2021

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.

