FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB AF	PROVAL				
OMB Number:	3235-0287				

Estimated average burden 0.5 hours per response

### 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 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) DraftKings Inc. [ DKNG ] **Robins Jason** X Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) X below) below) (Last) (First) (Middle) 05/19/2023 See Remarks C/O DRAFTKINGS INC. 222 BERKELEY STREET, 5TH FLOOR 6. Individual or Joint/Group Filing (Check Applicable 4. If Amendment, Date of Original Filed (Month/Day/Year) Line) Form filed by One Reporting Person (Street) Form filed by More than One Reporting **BOSTON** 02116 MA Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of 6. Ownership 7. Nature Date (Month/Day/Year) Execution Date, if any Form: Direct
(D) or Indirect Transaction Code (Instr. Securities Beneficially Beneficial (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership (Instr. 4) (A) or (D) Transaction(s) Price Code Amount (Instr. 3 and 4) 05/19/2023  $S^{(1)}$ \$23.99(2) Class A Common Stock 200,000 D 5,456,029 D

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

М

F

s<sup>(1)</sup>

5,849

2,613

150,000

A

D

D

(3) \$25.22

\$25.01(4)

	(e.g., pais, variants, 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. Transac Code (li 8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year) titles sed 3, 4		on Date Amount of		Amount of Berivative Security Securities (Instr. 5) Beneficially Owned		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(3)	05/22/2023		М			5,849	(5)	(5)	Class A Common Stock	5,849	\$0.00	40,944	D	

## **Explanation of Responses:**

Class A Common Stock

Class A Common Stock

Class A Common Stock

Class A Common Stock

- 1. The reported sales were made pursuant to a pre-arranged program for selling shares of Class A Common Stock adopted on February 23, 2023 pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.74 to \$24.42, 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 2 and 4 to this Form 4.
- 3. No shares of Class A Common Stock were transferred or sold upon the vesting of the restricted stock units ("RSUs") other than to the Issuer to satisfy withholding taxes. The Reporting Person received the net of the 5,849 shares of Class A Common Stock underlying the RSUs listed in Table II, and 2,613 shares of Class A Common Stock withheld by the Issuer. Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.00 to \$25.09, inclusive. See the last sentence to footnote 2 above.
- 5. On February 22, 2021, the Reporting Person was granted 93,586 RSUs vesting quarterly over 4 years.

Chief Executive Officer and Chairman of the Board. In addition, Jason Robins is the sole holder of 393,013,951 shares of Class B Common Stock of the Issuer, which are not registered securities.

/s/ Faisal Hasan, attorney-in-

fact

\*\* Signature of Reporting Person

Date

05/23/2023

5,461,878

5,459,265

5,309,265

83,000

D

D

D

Held by the **Robins** 

Family **GST** Trust 2021

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).

05/22/2023

05/22/2023

05/22/2023

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.