\Box

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

| wasnington, | D.C. | 20549 | |
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| | | | |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | |
|---|---------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| | Estimated average b | urden | | | | | | | |
| ı | hours per response: | 0.5 | | | | | | | |

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

| 1. Name and Address of Reporting Person* <u>Dodge R Stanton</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol DraftKings Inc. [DKNG] | | | | | | | | Chec | k all appli Directo | or 10% Owner | | | /ner | | |
|---|--|--|--|-----------------|--|---|--------|--|-------------------|--|---------------------------------|----------------------------|---|------------------------|---|---|--------|--|--|--|
| | AFTKINGS | • | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/23/2021 | | | | | | | | X | Chief Legal Officer Other (specify below) Chief Legal Officer | | | | | |
| (Street) BOSTON | N M | A (| 02116 (Zip) | | 4. If | f Amer | ndment | t, Date | of Original | Filed | I (Month/E | Day/Year) | | 6. Indi ∟ine) X | Form | filed by One filed by Mor | e Repo | g (Check Ap orting Perso n One Repo | n | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | Execution Date, | | Transaction Disposed Code (Instr. 5) | | ities Acquired (A) or d Of (D) (Instr. 3, 4 and | | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | | | |
| | | | | | | | | Code | v | Amount | (A) oi (D) | Price | e | Transac | Reported Fransaction(s) Instr. 3 and 4) | | | (Instr. 4) | | |
| Class A Common Stock 09/23/2 | | | | 3/2021 | 2021 M 56 | | 564 | A | (| 1) | 48,046 | | | D | | | | | | |
| Class A Common Stock 09/23/2 | | | | 3/2021 | 21 F 248 D \$51.75 47,798 | | ,798 | 98 D | | | | | | | | | | | | |
| | | Ţ | able II - | | | | | | | | | , or Ben ible sec | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/Da | n Date, | | ransaction code (Instr. | | ı of E | | 6. Date Exercisabl Expiration Date Month/Day/Year) | | Amount of | | D S (I | Price of erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | expiration pate | Title | Amour or Number of Shares | ber | | | | | | |
| Restricted Stock Units | (1) | 09/23/2021 | | | M | | | 564 | (2) | | (2) | Class A Common Stock | 564 | | \$0.00 | 3,986 | | D | | |

Explanation of Responses:

1. No shares of Class A Common Stock were transferred or sold upon the vesting of the restricted stock units other than to the Issuer to satisfy withholding taxes. The Reporting Person received the net of the 564 shares of Class A Common Stock underlying the restricted stock units listed in Table II, and 248 shares of Class A Common Stock withheld by the Issuer. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock.

 $2. \ On \ February \ 22, 2021, the \ Reporting \ Person \ was \ granted \ 6,806 \ restricted \ stock \ units \ vesting \ in \ twelve \ (12) \ equal \ monthly \ installments \ from \ April \ 23, 2021.$

/s/ Faisal Hasan, attorney-in-

<u>fact</u>

** Signature of Reporting Person Date

09/24/2021

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).

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.