

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Dodge R Stanton</u>			2. Issuer Name and Ticker or Trading Symbol <u>DraftKings Inc. [DKNG]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ Chief Legal Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O DRAFTKINGS INC. 222 BERKELEY STREET, 5TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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.				
BOSTON	MA	02116						

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	01/22/2024		M		52,777 ⁽¹⁾	A	\$2.95	883,233	D	
Class A Common Stock	01/22/2024		S ⁽²⁾		52,777	D	\$37.82 ⁽³⁾	830,456	D	
Class A Common Stock	01/23/2024		M		3,566	A	⁽⁴⁾	834,022	D	
Class A Common Stock	01/23/2024		F		1,562	D	\$38.29	832,460	D	
Class A Common Stock	01/23/2024		M		1,961	A	⁽⁵⁾	834,421	D	
Class A Common Stock	01/23/2024		F		858	D	\$38.29	833,563	D	

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	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option	\$2.95	01/22/2024		M		52,777		⁽⁶⁾	11/07/2027	Class A Common Stock	52,777	\$0.00	367,584	D	
Restricted Stock Units	⁽⁴⁾	01/23/2024		M		3,566		⁽⁷⁾	⁽⁷⁾	Class A Common Stock	3,566	\$0.00	3,565	D	
Restricted Stock Units	⁽⁵⁾	01/23/2024		M		1,961		⁽⁸⁾	⁽⁸⁾	Class A Common Stock	1,961	\$0.00	5,882	D	

Explanation of Responses:

- The Reporting Person acquired shares of Class A Common Stock of the Issuer upon the exercise of stock options and payment of the aggregate exercise price in cash.
- The reported sale was made pursuant to a pre-arranged program for selling shares of Class A Common Stock adopted on February 26, 2023 pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.43 to \$38.39, 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 this footnote 3 to this Form 4.
- 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 3,566 shares of Class A Common Stock underlying the RSUs listed in Table II, and 1,562 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.
- No shares of Class A Common Stock were transferred or sold upon the vesting of the RSUs other than to the Issuer to satisfy withholding taxes. The Reporting Person received the net of the 1,961 shares of Class A Common Stock underlying the RSUs listed in Table II, and 858 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.
- These stock options were granted on November 7, 2017. As of the date hereof, all such remaining stock options have vested.
- On August 11, 2020, the Reporting Person was granted 57,045 RSUs, vesting quarterly over 4 years from April 23, 2020, with any RSUs scheduled to vest before September 12, 2020 vesting on September 12, 2020 and the vesting of the remaining RSUs occurring on October 23, 2020 and each quarter thereafter.
- On April 28, 2023, the Reporting Person was granted 9,412 RSUs vesting in equal monthly installments over one (1) year from April 23, 2023. Further, on April 28, 2023, the vesting terms of an additional 14,119 RSUs previously granted to the Reporting Person on February 13, 2023 were amended to provide that such RSUs will vest on the same schedule.

/s/ Faisal Hasan, attorney-in-fact

01/24/2024

** Signature of Reporting Person

Date

* 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.