FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Section 16. Form 4 or Form 5 | Check this box if no longer subject to Section 16. Form 4 or Form 5 | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP |
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|------------------------------|--|--|

| OMB APPROVAL | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|
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| Estimated average | burden | | | | | | | | |
| hours per response: | : 0.5 | | | | | | | | |

Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 Instruction 1(b) or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* Meckenzie Shalom | | | | | | r Name an <mark>Kings I</mark> | | | | Symbol | | _ | ible) | g Persor | 10% Ov | vner | | | | |
|--|---|--|---|---------------------|------------------------------|--|------------|-------|--|--|----------------------|--|------------------------|---|---|---|--|---|---------------------------------------|--|
| (Last) | (F AFTKINGS | irst) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/23/2020 Officer (give titl below) | | | | | | | | | | (give title | | Other (below) | specify | |
| 222 BERKELEY STREET, 5TH FLOOR | | | | | 4. | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) BOSTON MA 02116 | | | | | _ | | | | | | | | | Line) | Form fil | led by Moi | • | orting Perso One Repo | | |
| (City) | (S | itate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Ta | ble I - No | n-Deri | ivativ | ve S | ecurities | s Acc | quired, | , Dis | posed o | f, or I | 3ene | eficially | Owned | | | | | |
| Date | | | | action Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 | | | Securitie Beneficia | 5. Amount of Securities Beneficially Owned Following | | | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | | Code | v | Amount (/ | | A) or O) | Price | Transacti (Instr. 3 a | ion(s) | | | (Instr. 4) | |
| Class A C | Class A Common Stock 04/23/ | | | | | 2020 | | A | | 34,628,3 | 397 | A | (1) | 34,628,397 | | | D | | | |
| | | | Table II - | | | | | | | | osed of, converti | | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution I if any (Month/Day | Date, | 4. Transa Code (8) | | Derivative | | 6. Date Exercis Expiration Date (Month/Day/Yea | | e | 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4) | | ecurity | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securitie Beneficia Owned Following Reported Transacti | e s ully | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | OI N | mount r umber f Shares | | (Instr. 4) | ion(a) | | | |
| Earnout Rights | (2) | 04/23/2020 | | | J ⁽²⁾ | | 612,000 | | (2) | | 04/23/2024 | Class | | 12,000 | (2) | 1 | | D | | |

Explanation of Responses:

1. Received in exchange for 34,680 shares of SBTech (Global) Limited, a company limited by shares incorporated in Gibraltar and continued as a company under the Isle of Man Companies Act 2006 ("SBT") pursuant to the Business Combination Agreement, dated as of December 22, 2019, as amended by Amendment No. 1, dated as of April 7, 2020, by and among Diamond Eagle Acquisition Corp. ("DEAC"), DraftKings Inc., a Delaware corporation, SBT, the shareholders of SBT ("SBT Sellers"), Shalom Meckenzie, in his capacity as the SBT Sellers' representative, DEAC NV Merger Corp., a Nevada corporation and a wholly-owned subsidiary of DEAC (and upon consummation of the business combination, the surviving "Issuer" as renamed "DraftKings Inc."), and DEAC Merger Sub Inc., a Delaware corporation and a whollyowned subsidiary of DEAC.

2. On April 23, 2020 (the "Closing Date"), Mr. Meckenzie received the right to acquire 612,000 shares of the Issuer's Class A Common Stock pursuant to the BCA, (i) one-third of which will be released from escrow if (a) the volume weighted average share price of Class A Common Stock for at least 20 of any 30 consecutive trading days following the Closing Date (the "VWAP") is at least \$12.50 or (b) the Issuer consummates a transaction resulting in its stockholders being able to exchange their shares for cash, securities or other property with a per share value ("Qualifying Value") of at least \$12.50; (ii) one-third if (a) the VWAP is at least \$14.00 or (b) the Issuer consummates a transaction with a Qualifying Value of at least \$14.00; and (iii) one-third if (a) the VWAP is at least \$16.00 or (b) the Issuer consummates a transaction with a Qualifying Value of at least \$16.00. Any shares not eligible to be released within 4 years of the Closing Date will be forfeited and canceled.

> /s/ Faisal Hasan, attorney-in-04/27/2020

<u>fact</u>

** 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.