FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ed 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		
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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(b)

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) <u>DraftKings Inc.</u> [DKNG] **Dodge R Stanton** Director 10% Owner Officer (give title Other (specify below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) Chief Legal Officer 08/22/2021 C/O DRAFTKINGS INC. 222 BERKELEY STREET, 5TH FLOOR 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person **BOSTON** MA 02116 Form filed by More than One Reporting (City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of Indirect Beneficial **Execution Date** Transaction Form: Direct (Month/Day/Year) Code (Instr. Beneficially Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) ٧ Code Amount Price (Instr. 3 and 4) 08/22/2021 Class A Common Stock 2.446 (1) 48,240 D М Α Class A Common Stock 08/22/2021 F 1.074 D \$52.01 47,166 D Class A Common Stock 08/23/2021 564 (2) D М Α 47,730 Class A Common Stock 08/23/2021 F 248 D \$53.32 47,482 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date 5. Number 1. Title of Derivative 3A. Deemed Execution Date 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of Derivative 9. Number of derivative 11. Nature of Indirect (Month/Day/Year) if any Derivative (Month/Day/Year) Security or Exercise Code (Instr. Securities Security Securities Form: Beneficial Price of Derivative Underlying Derivative Security (Instr. 3) (Month/Day/Year) 8) Securities (Instr. 5) Beneficially Direct (D) Ownership or Indirect (I) (Instr. 4) Acquired Owned Following (Instr. 4) Security (A) or (Instr. 3 and 4) Disposed of (D) (Instr. 3, 4 Reported Transaction(s) (Instr. 4) ànd 5) Amount Number Expiration Date (D) Code (A) Exercisable Date Title Shares Restricted Class A Stock (1) 08/22/2021 М 2 446 (3) (3) 2.446 \$0.00 34 244 D Units Stock Restricted Class A Stock Units (2) 08/23/2021 564 (4) (4) Commo Stock 564 \$0.00 4,550 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 2,446 shares of Class A Common Stock underlying the restricted stock units listed in Table II, and 1,074 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. 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.
- 3. On February 22, 2021, the Reporting Person was granted 39,136 restricted stock units vesting quarterly over 4 years.
- 4. 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-08/24/2021 fact

** 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.