SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

			of Section So(ii) of the investment Company Act of 1940					
1 I. Marile and Address of Reporting Ferson) Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>DraftKings Inc.</u> [DKNG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
	D DRAFTKINGS INC.		3. Date of Earliest Transaction (Month/Day/Year) 06/23/2020	Officer (give title Other (specify below) below)				
		5TH FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
				Line)				
(Street)				X Form filed by One Reporting Person				
BOSTON	MA	02116		Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						

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. Transactio Code (Inst 8)		4. Securities Ac Disposed Of (D)	cquired (A) or)) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	e V	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	06/23/2020		S		1,000,000 ⁽¹⁾	D	\$38.8	8,284,008	I	Held by Atlas Venture Fund VIII, L.P. ⁽²⁾
Class A Common Stock								765,616	I	Held by Accomplice Fund I, L.P.
Class A Common Stock								147,846	I	Held by Accomplice Management Holdings, LLC ⁽⁴⁾
Class A Common Stock								279,989	Ι	Held by Accomplice Fund II, L.P.

	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. Transa Code (8)		of		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	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares of Class A Common Stock, par value \$0.0001 per share (the "Class A Common Stock") of DraftKings Inc. sold by Atlas Venture Fund VIII, L.P. ("Atlas VIII") in a public offering of shares of Class A Common Stock, pursuant to an Underwriting Agreement dated June 18, 2020, which closed on June 23, 2020. The shares of Class A Common Stock were sold at the price of \$38.80 per share to the underwriters. This report shall not be deemed to be an admission that Mr. Moore is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

2. The shares are held directly by Atlas VIII. Atlas Venture Associates VIII, L.P. ("Atlas Assoc VIII LP") is the sole general partner of Atlas VIII. Atlas Venture Associates VIII, Inc. is the sole general partner of Atlas Assoc VIII LP. Mr. Moore disclaims Section 16 beneficial ownership of all shares except to the extent of his pecuniary interest, if any, therein. This report shall not be deemed to be an admission that Mr. Moore is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

3. The shares are held directly by Accomplice Fund I, L.P. ("ACC I"). Accomplice Associates I, LLC ("ACC Assoc I") is the sole general partner of ACC I. Mr. Moore is a Managing Member of ACC Assoc I. Mr. Moore disclaims Section 16 beneficial ownership of all shares except to the extent of his pecuniary interest, if any, therein. This report shall not be deemed to be an admission that Mr. Moore is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

4. The shares are held directly by Accomplice Management Holdings ("ACC Holdings"). Includes 28,364 shares received in a pro rata distribution from Accomplice DK Investors, LLC subsequent to Mr. Moore's most recent Section 16 report, which distribution was not required to be reported pursuant to Section 16. Following the distribution Accomplice DK Investors, LLC no longer holds any shares. Mr. Moore is a Class A Member of ACC Holdings. Mr. Moore disclaims Section 16 beneficial ownership of all shares except to the extent of his pecuniary interest, if any, therein. This report shall not be deemed to be an admission that Mr. Moore is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

5. The shares are held directly by Accomplice Fund II, L.P. ("ACC II"). Accomplice Associates II, LLC ("ACC Assoc II") is the sole general partner of ACC II. Mr. Moore is a Managing Member of ACC Assoc II. Mr. Moore disclaims Section 16 beneficial ownership of all shares except to the extent of his pecuniary interest, if any, therein. This report shall not be deemed to be an admission that Mr. Moore is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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** 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.