FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL										
	OMB Number: 3235-02										
	Estimated average burden										
- 1	hours per response:	0.5									

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* Dodge R Stanton						2. Issuer Name and Ticker or Trading Symbol DraftKings Inc. [DKNG]							(Ch	eck all applic	tionship of Reporting Per all applicable) Director Officer (give title below) Chief Legal (son(s) to Iss 10% Ov Other (s	vner	
(Last) (First) (Middle) C/O DRAFTKINGS INC.						3. Date of Earliest Transaction (Month/Day/Year) 02/08/2024								helow)			below)	specify	
222 BERKELEY STREET, 5TH FLOOR					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) BOSTON MA 02116													X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)		_ R	Rule 10b5-1(c) Transaction Indication 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.													
		Tab	le I - No	on-Deri	vativ	e Se	curi	ties Ac	quire	d, Di	sposed o	f, or Be	neficial	ly Owned					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/					Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a			Benefici Owned I	es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
Class A Common Stock 02/08/20					/2024	024		M		52,777(2) A	\$2.95	886	886,340		D			
Class A Common Stock 02/08/20				/2024	024		S ⁽³⁾		686,101	D	\$43.06	(4) 200,239			D				
Class A Common Stock 02/09/20				/2024	024		M		14,154	A	(1)	214	1,393	D					
Class A Common Stock 02/09/20				/2024	024			F		6,193	D	\$43.3	8 208,200		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. Transa Code (8)				6. Date Exercisa Expiration Date (Month/Day/Year		te of Securities		ies g Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transaction (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares						
Stock Option	\$2.95	02/08/2024			M			52,777	(5)		11/07/2027	Class A Common Stock	52,777	\$0.00	314,80)7	D		

Explanation of Responses:

(1)

Restricted

Stock

1. 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 14,154 shares of Class A Common Stock underlying the RSUs listed in Table II, and 6,193 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.

(6)

2. 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.

M

3. 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

14.154

- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.62 to \$43.43, 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 4 to this Form 4.
- 5. These stock options were granted on November 7, 2017. As of the date hereof, all such remaining stock options have vested.
- 6. On February 9, 2022, the Reporting Person was granted 226,470 RSUs vesting quarterly over four (4) years.

/s/ Faisal Hasan, attorney-infact

14,154

\$0.00

02/09/2024

113,235

D

Class A

Stock

(6)

** 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).

02/09/2024

** 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.