FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

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

Name and Address of Reporting Person*     Dodge R Stanton			2. Issuer Name and Ticker or Trading Symbol  DraftKings Inc. [ DKNG ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  V Officer (give title Other (specify							
(Last) (First) C/O DRAFTKINGS IN 222 BERKELEY STRE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/23/2022	X Chief (give title Orner (specify below)  Chief Legal Officer							
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable							
(Street) BOSTON	MA	02116	_	X Form filed by One Reporting Person 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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(111501.4)
Class A Common Stock	04/23/2022		M		3,566	A	(1)	323,758	D	
Class A Common Stock	04/23/2022		F		1,566	D	\$14.03	322,192	D	
Class A Common Stock	04/23/2022		M		602	A	(2)	322,794	D	
Class A Common Stock	04/23/2022		F		265	D	\$14.03	322,529	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)		of Deri Sec Acq (A) o Disp of (I	oosed D) tr. 3, 4	6. Date Exerc Expiration Day/N	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar	f g Security	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				
Restricted Stock Units	(1)	04/23/2022		М			3,566	(3)	(3)	Class A Common Stock	3,566	\$0.00	28,522	D	
Restricted Stock Units	(2)	04/23/2022		М			602	(4)	(4)	Class A Common Stock	602	\$0.00	0	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 3,566 shares of Class A Common Stock underlying the restricted stock units listed in Table II, and 1,566 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 602 shares of Class A Common Stock underlying the restricted stock units listed in Table II, and 265 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 August 11, 2020, the Reporting Person was granted 57,045 restricted stock units, vesting quarterly over 4 years from April 23, 2020, with any restricted stock units scheduled to vest before September 12, 2020 vesting on September 12, 2020 and the vesting of the remaining restricted stock units occurring on October 23, 2020 and each quarter thereafter.
- 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-infact

04/26/2022

\*\* 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.