

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* Robins Jason | | | 2. Issuer Name and Ticker or Trading Symbol DraftKings Inc. [DKNG] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 03/08/2024 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| C/O DRAFTKINGS INC. 222 BERKELEY STREET, 5TH FLOOR | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) | (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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. | | | | |
| BOSTON | MA | 02116 | | | | | | |

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. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Class A Common Stock | 03/08/2024 | | M | | 3,610 | A | (0) | 3,221,811 | D | |
| Class A Common Stock | 03/08/2024 | | F | | 986 | D | \$42.14 | 3,220,825 | D | |
| Class A Common Stock | 03/08/2024 | | M | | 125 | A | (0) | 125 | I | Held by Jason Robins Revocable Trust u/d/t January 8, 2014 |
| Class A Common Stock | 03/08/2024 | | F | | 35 | D | \$42.14 | 90 | I | Held by Jason Robins Revocable Trust u/d/t January 8, 2014 |
| Class A Common Stock | 03/08/2024 | | M | | 4,335 | A | (0) | 4,335 | I | Held by Robins Family Trust LLC |
| Class A Common Stock | 03/08/2024 | | F | | 1,184 | D | \$42.14 | 3,151 | I | Held by Robins Family Trust LLC |
| Class A Common Stock | | | | | | | | 83,000 | I | Held by the Robins Family GST Trust 2021 |

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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) | | | | | |

**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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 | | | | |
| Warrant for Common Stock | \$11.5 ⁽²⁾ | 03/08/2024 | | M | | | 3,610 | 05/23/2020 | 04/23/2025 | Class A Common Stock | 3,610 | \$0.00 | 0 | D | |
| Warrant for Common Stock | \$11.5 ⁽²⁾ | 03/08/2024 | | M | | | 125 | 05/23/2020 | 04/23/2025 | Class A Common Stock | 125 | \$0.00 | 0 | I | Held by Jason Robins Revocable Trust u/d/t January 8, 2014 |
| Warrant for Common Stock | \$11.5 ⁽²⁾ | 03/08/2024 | | M | | | 4,335 | 05/23/2020 | 04/23/2025 | Class A Common Stock | 4,335 | \$0.00 | 0 | I | Held by Robins Family Trust LLC |

Explanation of Responses:

1. The Reporting Person acquired shares of Class A Common Stock of the Issuer after the exchange of warrants for common stock for \$11.50 per share on a cashless basis in a private transaction entered into between the Reporting Person and the Issuer. The Reporting Person received the net of 8,070 shares of Class A Common Stock underlying the warrants for common stock listed in Table II, and 2,205 shares of Class A Common Stock withheld by the issuer in consideration of the exercise of the warrants for common stock.

2. Each warrant to purchase Class A Common Stock is exercisable for one share of Class A Common Stock at an exercise price of \$11.50 per share.

Remarks:

Chief Executive Officer and Chairman of the Board. In addition, Jason Robins is the sole holder of 393,013,951 shares of Class B Common Stock of the Issuer, which are not registered securities.

/s/ Faisal Hasan, attorney-in-fact 03/12/2024

** 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.