

DENSON CHARLES D
Form 4
April 24, 2013

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DENSON CHARLES D

(Last) (First) (Middle)

ONE BOWERMAN DRIVE

(Street)

BEAVERTON, OR 97005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NIKE INC [NKE]

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

President-NIKE Brand

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 B Common Stock	04/24/2013		J		17,911	A	\$ 0 181,641	D	
Class B Common Stock	04/24/2013		J		15,949	A	\$ 0 35,261	I	by Denson Trust ⁽¹⁾
Class B Common Stock	04/24/2013		J ⁽²⁾		33,860	D	\$ 0 0	I	by Denson Trust 2011
Class B Common							110,000	I	by Denson Invest ⁽³⁾

Stock

Class B Common Stock	5,170	I	by ESPP ⁽⁴⁾
Class B Common Stock	21,276	I	by Retirement Plan ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DENSON CHARLES D
ONE BOWERMAN DRIVE
BEAVERTON, OR 97005

President-NIKE Brand

Signatures

By: John F. Coburn III For: Charles D.
Denson

04/24/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

35,261 shares are held for the benefit of the reporting person's minor children by Lindsey Kirsten Denson Descendents Trust, Justin Ryan Denson Descendents Trust, and Jackson Michael Denson Descendents Trust. The reporting person disclaims beneficial ownership of

(1) NIKE, Inc. common stock held by Lindsey Kirsten Denson Descendents Trust, Justin Ryan Denson Descendents Trust, and Jackson Michael Denson Descendents Trust, except to the extent of his pecuniary interest therein.

The final disbursement of 33,860 shares of Class B Common Stock was made by the Trustee, of which 17,911 shares were transferred to

(2) the reporting person and 15,949 were transferred to Denson Trust. Simultaneously, the grantor retained annuity trust ("GRAT") was terminated pursuant to the terms of the GRAT.

(3) Charles D. Denson, Member of Denson Investments LLC.

(4) Shares held in account under NIKE, Inc. Employee Stock Purchase Plan.

(5) Shares held in account under the NIKE, Inc. 401(k) and Profit Sharing Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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