

NIKE INC

Form 4

October 02, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GRAF ALAN B JR

(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)  
09/30/2014

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)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class B<br>Common<br>Stock            | 09/30/2014 <sup>(1)</sup>               |                                                             | M                                    | 16,000                                                                  | A \$ 20.24                                                                                                         | 77,075                                                                  | D                                                                 |
| Class B<br>Common<br>Stock            | 09/30/2014 <sup>(1)</sup>               |                                                             | F                                    | 8,693                                                                   | D \$<br>89.5557 <sup>(2)</sup>                                                                                     | 68,382                                                                  | D                                                                 |
| Class B<br>Common<br>Stock            | 09/30/2014 <sup>(1)</sup>               |                                                             | M                                    | 16,000                                                                  | A \$ 20.74                                                                                                         | 84,382                                                                  | D                                                                 |
| Class B<br>Common<br>Stock            | 09/30/2014 <sup>(1)</sup>               |                                                             | F                                    | 8,748                                                                   | D \$<br>89.5557 <sup>(2)</sup>                                                                                     | 75,634                                                                  | D                                                                 |

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|                            |                           |   |        |   |                                 |        |   |
|----------------------------|---------------------------|---|--------|---|---------------------------------|--------|---|
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | M | 8,000  | A | \$ 28.16                        | 83,634 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | F | 4,780  | D | \$<br>89.5557<br><sup>(2)</sup> | 78,854 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | M | 8,000  | A | \$ 31.58                        | 86,854 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | F | 4,966  | D | \$<br>89.5557<br><sup>(2)</sup> | 81,888 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | M | 8,000  | A | \$ 29.3                         | 89,888 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | F | 4,842  | D | \$<br>89.5557<br><sup>(2)</sup> | 85,046 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | M | 12,000 | A | \$ 39.19                        | 97,046 | D |
| Class B<br>Common<br>Stock | 09/30/2014 <sup>(1)</sup> | F | 8,279  | D | \$<br>89.5557<br><sup>(2)</sup> | 88,767 | D |

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

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                    |                   |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------|-------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date | Title             | Amount<br>or<br>Number<br>of Shares |
| Non-Qualified<br>Stock Option                       | \$ 20.24                                                              | 09/30/2014 <sup>(1)</sup>               |                                                             | M                                       |                                                                                                              | 16,000                                                         |     | <sup>(3)</sup>                                                 | 09/23/2015         | Class B<br>Common | 16,000                              |

|                                                 |          |                           |   |        |                |            |                            |        |  |
|-------------------------------------------------|----------|---------------------------|---|--------|----------------|------------|----------------------------|--------|--|
| (right to buy)                                  |          |                           |   |        |                |            |                            | Stock  |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 20.74 | 09/30/2014 <sup>(1)</sup> | M | 16,000 | <sup>(4)</sup> | 09/18/2016 | Class B<br>Common<br>Stock | 16,000 |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 28.16 | 09/30/2014 <sup>(1)</sup> | M | 8,000  | <sup>(5)</sup> | 09/17/2017 | Class B<br>Common<br>Stock | 8,000  |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 29.3  | 09/30/2014 <sup>(1)</sup> | M | 8,000  | <sup>(6)</sup> | 09/21/2019 | Class B<br>Common<br>Stock | 8,000  |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 31.58 | 09/30/2014 <sup>(1)</sup> | M | 8,000  | <sup>(7)</sup> | 09/22/2018 | Class B<br>Common<br>Stock | 8,000  |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 39.19 | 09/30/2014 <sup>(1)</sup> | M | 12,000 | <sup>(8)</sup> | 09/20/2020 | Class B<br>Common<br>Stock | 12,000 |  |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |       |
|-------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                             | Director      | 10% Owner | Officer | Other |
| GRAF ALAN B JR<br>ONE BOWERMAN DRIVE<br>BEAVERTON, OR 97005 |               | X         |         |       |

## Signatures

By: Evan S. Reynolds For: Alan B. Graf, Jr. 10/02/2014

\_\_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).

Pursuant to Company policy, market transactions in Company stock by officers and directors are permitted only after the second full trading day after the release of quarterly earnings and ending on the last day of the second month of the following fiscal quarter, except pursuant to approved 10b5-1 trading plans.

(1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$89.30 to \$89.80, inclusive. The reporting person undertakes to provide NIKE, Inc., any security holder of NIKE, Inc., 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 ranges set forth in the footnotes (2) to this Form 4.

(3) Option granted on 09/23/2005 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.

(4) Option granted on 9/18/2006 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.

(5) Option granted on 9/17/2007 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.

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- (6) Option granted on 9/21/2009 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.
- (7) Option granted on 09/22/2008 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.
- (8) Option granted on 09/20/2010 and becomes exercisable with respect to 100% of the shares on the date of the first annual meeting of shareholders of the Company held after the Grant Date.

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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