

**NIKE INC**  
Reported by  
**DENSON CHARLES D**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 04/24/13 for the Period Ending 04/24/13

Address	ONE BOWERMAN DR BEAVERTON, OR 97005-6453
Telephone	5036713173
CIK	0000320187
Symbol	NKE
SIC Code	3021 - Rubber and Plastics Footwear
Industry	Footwear
Sector	Consumer Cyclical
Fiscal Year	05/31

# FORM 4

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

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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  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>DENSON CHARLES D</b>  (Last) (First) (Middle)  <b>ONE BOWERMAN DRIVE</b>  (Street)  <b>BEAVERTON, OR 97005</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>NIKE INC [ NKE ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>4/24/2013</b>  <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>President-NIKE Brand</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	4/24/2013		J		17911.0	A	\$0.0	181641	D	
Class B Common Stock	4/24/2013		J		15949.0	A	\$0.0	35261	I	by Denson Trust (1)
Class B Common Stock	4/24/2013		J (2)		33860.0	D	\$0.0	0	I	by Denson Trust 2011
Class B Common Stock								110000	I	by Denson Invest (3)
Class B Common Stock								5170	I	by ESPP (4)
Class B Common Stock								21276	I	by Retirement Plan (5)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

**Explanation of Responses:**

- (1) 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 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.
- (2) 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 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.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>DENSON CHARLES D ONE BOWERMAN DRIVE BEAVERTON, OR 97005</b>			<b>President-NIKE Brand</b>	

**Signatures**

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

**4/24/2013**

\*\* 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.

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