

DENSON CHARLES D  
 Form 4  
 July 24, 2012

**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)  
**07/20/2012**

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 or (D) Price   |  |   |         |   |                      |
| Class B Common Stock            | 07/20/2012                           |  | A                              |   | 53,718<br>(1)   | A  | \$ 0  | 111,865 | D |                      |
| Class B Common Stock            |                                      |  |                                |   |   |  |   | 25,000  | I | by Denson Invest (2) |
| Class B Common Stock            |                                      |  |                                |   |   |  |   | 9,656   | I | by Denson Trust (3)  |
| Class B Common                  |                                      |  |                                |   |   |  |   | 16,930  | I | by Denson Trust 2011 |

|                            |        |   |                              |
|----------------------------|--------|---|------------------------------|
| Stock                      |        |   | (4)                          |
| Class B<br>Common<br>Stock | 2,388  | I | by ESPP (5)                  |
| Class B<br>Common<br>Stock | 10,638 | I | by<br>Retirement<br>Plan (6) |

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

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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. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Secur<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|---|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Am<br>Num<br>Sha                                   |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 93.08   | 07/20/2012                              |   | A                                    | 120,000   | (7) 07/20/2022   | Class B<br>Common<br>Stock 12                               |

## Reporting Owners

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

## Signatures

By: John F. Coburn III For: Charles  
Denson 07/24/2012

\*\*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).

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- (1) Restricted shares granted under the NIKE, Inc. 1990 Stock Incentive Plan. The restrictions lapse with respect to one-third of the shares on each of the first three anniversaries of the grant date; and upon any termination of employment, any shares as to which the restrictions have not expired shall be forfeited to NIKE for cancellation and become authorized but unissued shares.

- (2) The reporting person transferred these shares to Denson Investments LLC, an Oregon limited liability company, of which the reporting person is the manager and of which the reporting person, his wife, the Lindsey Kirsten Denson GST Trust, the Justin Ryan Denson GST Trust, and the Jackson Michael Denson GST Trust are the only members. The reporting person's wife is the Trustee of the Lindsey Kirsten Denson GST Trust, the Justin Ryan Denson GST Trust, and the Jackson Michael Denson GST Trust. The reporting person disclaims beneficial ownership of NIKE, Inc. common stock held by the LLC except to the extent of his pecuniary interest therein.

- (3) 9,656 shares are held for the benefit of the reporting person's minor children by Lindsey Kirsten Denson GST Trust, Justin Ryan Denson GST Trust, and Jackson Michael Denson GST Trust. The reporting person disclaims beneficial ownership of NIKE, Inc. common stock held by Lindsey Kirsten Denson GST Trust, Justin Ryan Denson GST Trust, and Jackson Michael Denson GST Trust, except to the extent of his pecuniary interest therein.

- (4) Charles D. Denson, Trustee of the Charles D. Denson 2011 Annuity Trust.

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

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

- (7) Stock Option granted under the NIKE, Inc. 1990 Stock Incentive Plan on 07/20/2012 and becomes exercisable with respect to 25% of the shares on each of the first four anniversaries of the date of the grant.

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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