

DENSON CHARLES D
Form 4
July 19, 2011

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)
07/15/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title below) _____ Other (specify below)

President-NIKE Brand

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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	07/15/2011 ⁽¹⁾		A		22,356 ⁽²⁾ \$ 0	D	
Class B Common Stock	07/16/2011		F		4,587 \$ 91.7	D	
Class B Common Stock	07/17/2011		F		6,032 \$ 91.7	D	
Class B Common	07/18/2011		F		4,076 \$ 91.7	D	
					79,231 ⁽³⁾	D	

Stock				
Class B Common Stock		10,000	I	by Denson Invest <u>(4)</u>
Class B Common Stock		9,656	I	by Denson Trust <u>(5)</u>
Class B Common Stock		25,000	I	by Denson Trust 2011 <u>(6)</u>
Class B Common Stock		2,050	I	by ESPP <u>(7)</u>
Class B Common Stock		8,649	I	by Retirement Plan <u>(8)</u>

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (right to buy)	\$ 91.7	07/15/2011		A	120,000	<u>(9)</u> 07/15/2021	Class B Common Stock 120,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

President-NIKE Brand

DENSON CHARLES D
ONE BOWERMAN DRIVE
BEAVERTON, OR 97005

Signatures

By: John F. Coburn III For: Charles
Denson

07/19/2011

__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 sales of Company stock by officers and directors are permitted only after the second full trading day
(1) 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.

Restricted shares granted under the NIKE, Inc. 1990 Stock Incentive Plan. The restrictions lapse with respect to one-third of the shares on
(2) 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.

(3) Includes 79,231 restricted shares granted under the NIKE, Inc. 1990 Stock Incentive Plan.

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

9,656 shares are held for the benefit of the reporting person's minor children by Lindsey Kirsten Denson GST Trust, Justin Ryan Denson
(5) 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.

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

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

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

(9) Option Granted on 07/15/2011 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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