

# FORM 4

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

OMB APPROVAL  
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## 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

|   |  |  |
|---|--|--|
| 1. Name and Address of Reporting Person *<br><b>Matheson Monique S.</b><br>(Last) (First) (Middle)<br><b>ONE BOWERMAN DRIVE</b><br>(Street)<br><b>BEAVERTON, OR 97005</b><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>NIKE, Inc. [ NKE ]</b> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>EVP: CHRO</b> |
|   | 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>1/6/2023</b>          |  |
|   | 4. If Amendment, Date Original Filed (MM/DD/YYYY)                        | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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. 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|----------|---|--|--|
|                                 |                |                                   | Code                      | V | Amount  | (A) or (D) | Price    |   |  |  |
| Class B Common Stock            | 1/6/2023 (1)   |                                   | M                         |   | 5000  | A          | \$57.87  | 65213.106 (2)   | D  |  |
| Class B Common Stock            | 1/6/2023 (1)   |                                   | S                         |   | 5000  | D          | \$124.00 | 60213.106   | D  |  |
| Class B Common Stock            |                |                                   |                           |   |   |            |          | 11713   | I  | by Retirement Plan (3)                       |

**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 | Title   | Amount or Number of Shares |  |  |  |  |
| Non-Qualified Stock Option (Right to Buy) | \$57.87  | 1/6/2023       |                                   | M                         |   | 5000   |     | (4)                                     | 7/15/2026       | Class B Common Stock  | 5000                       | \$0  | 0  | D  |  |

**Explanation of Responses:**

- Exercise and sale was pursuant to an approved 10b5-1 trading plan. Pursuant to Company policy, market transactions in Company stock by officers and directors are permitted only after the first full trading day after the public release of quarterly earnings and ending on the fourteenth day of the third month of the following fiscal quarter, except pursuant to approved 10b5-1 trading plans.
- Includes shares acquired pursuant to NIKE, Inc.'s Employee Stock Purchase Plan.
- Shares held in account under the NIKE, Inc. 401(k) Savings and Profit Sharing Plan.
- Stock Option granted on 07/15/2016 and became exercisable with respect to 25% of the shares on each of the first four anniversaries of the date of the grant.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| <b>Matheson Monique S.</b><br><b>ONE BOWERMAN DRIVE</b><br><b>BEAVERTON, OR 97005</b> |               |           | <b>EVP: CHRO</b> |       |

**Signatures**

/s/ Kelsey A. Baldwin, attorney-in-fact for Ms. Matheson

1/9/2023

\*\*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.

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.