

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

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

Filed 05/02/12 for the Period Ending 04/30/12

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,  
Section 17(a) of the Public  
Utility Holding Company Act of 1935 or Section 30(f) of the  
Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>DENSON CHARLES D</b> <small>(Last) (First) (Middle)</small>  <b>ONE BOWERMAN DRIVE</b> <small>(Street)</small>  <b>BEAVERTON, OR 97005</b> <small>(City) (State) (Zip)</small>	<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>4/30/2012</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	4/30/2012 (1)		M		6878.0	A	\$26.12	79179.0	D	
Class B Common Stock	4/30/2012		S		6878.0	D	\$112.0	72301.0	D	
Class B Common Stock	5/1/2012 (1)		M		6173.0	A	\$26.12	78474.0	D	
Class B Common Stock	5/1/2012		S		6173.0	D	\$112.0	72301.0	D	
Class B Common Stock	5/2/2012 (1)		M		11949.0	A	\$26.12	84250.0	D	
Class B Common Stock	5/2/2012		S		11949.0	D	\$112.0	72301.0	D	
Class B Common Stock	5/2/2012 (1)		M		25000.0	A	\$26.12	97301.0	D	
Class B Common Stock	5/2/2012		S		25000.0	D	\$114.0	72301.0	D	
Class B Common Stock								25000.0	I	by Denson Invest (2)
Class B Common Stock								9656.0	I	by Denson Trust (3)
Class B Common Stock (1)								16930.0	I	by Denson Trust 2011 (4)
Class B Common Stock								2189.0	I	by ESPP (5)
Class B Common Stock								8669.0	I	by Retirement Plan (6)

**Table II - Derivative Securities 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. 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)	\$26.12	4/30/2012		M			6878.0	(7)	7/18/2013	Class B Common Stock	6878.0	\$0.0	68122.0	D	
Non-Qualified Stock Option (right to buy)	\$26.12	5/1/2012		M			6173.0	(7)	7/18/2013	Class B Common Stock	6173.0	\$0.0	61949.0	D	
Non-Qualified Stock Option (right to buy)	\$26.12	5/2/2012		M			11949.0	(7)	7/18/2013	Class B Common Stock	11949.0	\$0.0	50000.0	D	
Non-Qualified Stock Option (right to buy)	\$26.12	5/2/2012		M			25000.0	(7)	7/18/2013	Class B Common Stock	25000.0	\$0.0	25000.0	D	

**Explanation of Responses:**

- (1) Pursuant to Company policy, market sales of 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.
- (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) Option granted on 7/18/2003 and becomes 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
DENSON CHARLES D ONE BOWERMAN DRIVE BEAVERTON, OR 97005			President-NIKE Brand	

**Signatures**

**By: Ann M. Miller For: Charles Denson**

**5/2/2012**

\*\* 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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