

**NIKE INC**  
Reported by  
**AYRE DAVID J**

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

Filed 04/02/12 for the Period Ending 03/29/12

|             |   |
|-------------|---|
| Address     | ONE BOWERMAN DR<br>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

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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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,  
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><br><br><b>Ayre David J</b><br><small>(Last) (First) (Middle)</small><br><br><b>ONE BOWERMAN DRIVE</b><br><small>(Street)</small><br><br><b>BEAVERTON, OR 97005</b><br><small>(City) (State) (Zip)</small> | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>NIKE INC [ NKE ]</b><br><br><b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><b>3/29/2012</b><br><br><b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b> | <b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b><br><br><input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span><br><b>Vice President</b><br><br><b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|----------------|--|--|---|
|                                 |                |                                   | Code                      | V | Amount  | (A) or (D) | Price          |  |  |   |
| Class B Common Stock            | 3/29/2012 (1)  |                                   | M                         |   | 8250.0  | A          | \$58.52        | 30359.0  | D  |   |
| Class B Common Stock            | 3/29/2012      |                                   | S                         |   | 8250.0  | D          | \$107.65       | 22109.0  | D  |   |
| Class B Common Stock            | 3/30/2012 (1)  |                                   | M                         |   | 24750.0   | A          | \$58.52        | 46859.0  | D  |   |
| Class B Common Stock            | 3/30/2012      |                                   | S                         |   | 24750.0   | D          | \$108.7402 (2) | 22109.0  | D  |   |
| Class B Common Stock            |                |                                   |                           |   |   |            |                | 2045.0   | I  | by ESPP (3)   |
| Class B Common Stock            |                |                                   |                           |   |   |            |                | 431.0  | I  | by Retirement Plan (4)                                |

**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 |  |   |  |  |
| Non-Qualified Stock Option (right to buy) | \$58.52  | 3/29/2012      |                                   | M                         |  | 8250.0  | (5)                                     | 7/20/2017 | Class B Common Stock  | 8250.0          | \$0.0                                      | 24750.0   | D  |  |
| Non-Qualified Stock Option (right to buy) | \$58.52  | 3/30/2012      |                                   | M                         |  | 24750.0 | (5)                                     | 7/20/2017 | Class B Common Stock  | 24750.0         | \$0.0                                      | 0.0   | 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$108.70 to \$108.79, inclusive. The reporting person undertakes to provide NIKE, Inc., any security holder of NIKE, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the ranges set forth in the footnotes (2) of this Form 4.
- (3) Shares held in account under NIKE, Inc. Employee Stock Purchase Plan.
- (4) Shares held in account under the NIKE, Inc. 401(k) and Profit Sharing Plan.
- (5) Option granted on 7/20/2007 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 |
| Ayre David J<br>ONE BOWERMAN DRIVE<br>BEAVERTON, OR 97005 |               |           | Vice President |       |

**Signatures**

**By: Ann M. Miller For: David James Ayre**

**4/2/2012**

\*\* 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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