

NIKE INC
Form SC 13G/A
February 12, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 34)*

Under the Securities Exchange Act of 1934

NIKE, Inc.

(Name of Issuer)

Class B Common Stock

(Title of Class of Securities)

654106103

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this

Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)*The remainder of this cover page shall be filled out for a reporting person's initial filing form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of Reporting Person Philip H. Knight

2. N/A

3. SEC Use Only

4. Citizenship of Place of Organization U.S. Citizen

5. Sole Voting Power 34,769,020

6. Shared Voting Power -0-

7. Sole Dispositive Power 34,769,020

8. Shared Dispositive Power -0-

9. Aggregate Amount Beneficially Owned by Reporting Person 34,738,060 shares of Class A Common Stock convertible at any time on request of the shareholder on a share for share basis to Class B Common Stock and 30,960 shares of Class B Common Stock.

10. The Aggregate Amount in Row 9 excludes: 521,792 shares of Class A Common Stock held directly by Mr. Knight's wife; 2,334,094 shares of Class B Common Stock held by Jasper Ridge Strategic Partners, L.P. (f/k/a Oak Hill Strategic Partners, L.P.), a limited partnership in which a company owned by Mr. Knight is a limited partner; and 3,760,580 shares of Class B Common Stock held by the Knight Foundation, a charitable foundation in which Mr. Knight and his wife are directors.

11. Percent of Class Represented by Amount in Row 9 is 2.51% of Class B Common Stock (assumes a conversion of 34,738,060 shares of Class A Common Stock into equal number of shares of Class B Common Stock).

12. Type of Reporting Person IN

Item 1(a) Name of Issuer:
NIKE, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

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One Bowerman Drive
Beaverton, Oregon 97005-6453

Item 2(a)

Name of Person Filing:
Philip H. Knight

Item 2(b)

Address of Principal Business Office:
One Bowerman Drive
Beaverton, Oregon 97005-6453

Item 2(c)

Citizenship:
U.S.

| | |
|-----------|---|
| Item 2(d) | Title of Class of Securities: Class B Common Stock |
| Item 2(e) | CUSIP Number: 654106103 |
| Item 3 | NOT APPLICABLE |
| | Ownership |
| Item 4 | (a) Amount beneficially owned: 34,769,020 shares (b) Percent of Class: 2.51% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 34,769,020 (ii) shared power to vote or to direct the vote: -0- (iii) sole power to dispose or to direct the disposition of: 34,769,020 (iv) shared power to dispose or to direct the disposition of: -0- Ownership of Five Percent or Less of a Class |
| Item 5 | The Reporting Person has ceased to be the beneficial owner of five percent or more of the outstanding shares of the Stock. |
| Item 6 | Ownership of More than Five Percent on Behalf of Another Person NOT APPLICABLE |
| Item 7 | Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person NOT APPLICABLE |
| Item 8 | Identification and Classification of Members of the Group NOT APPLICABLE |
| Item 9 | Notice of Dissolution of Group NOT APPLICABLE |

Item 10

Certification
NOT APPLICABLE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 11, 2016

/s/ John F. Coburn III

John F. Coburn III on behalf of Philip H. Knight

Pursuant to Power of Attorney