

NIKE INC
Form SC 13G/A
February 13, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 31)*

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, 2012

(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 133,083,250

6. Shared Voting
Power -0-

133,083,250

7. Sole Dispositive
Power

8. Shared Dispositive -0-
Power

9. Aggregate Amount Beneficially Owned by Reporting Person 133,067,770 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 15,480 shares of Class B Common Stock.

10. The Aggregate Amount in Row 9 excludes: 260,896 shares of Class A Common Stock held directly by Mr. Knight's wife; 2,028,176 shares of Class B Common Stock held by Oak Hill Strategic Partners, L.P., a limited partnership in which a company owned by Mr. Knight is a limited partner; 2,487,608 shares of Class B Common Stock held by Cardinal Investment Sub I L.P., a limited partnership in which trusts are held by Mr. Knight's children as limited partners; and 2,880,290 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 15.68% of Class B Common Stock (assumes a conversion of 133,067,770 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:
One Bowerman Drive
B e a v e r t o n ,
Oregon 97005-6453

Item 2(a) Name of Person Filing:
Philip H. Knight

Item 2(b) Address of Principal
Business Office:
One Bowerman Drive
B e a v e r t o n ,
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: 133,083,250 shares
(b) Percent of Class: 15.68%
(c) Number of shares as to
which such person has:
(i) sole power to
vote or to direct the
vote: 133,083,250
(ii) shared power to
vote or to direct the vote: -0-
(iii) sole power to
dispose or to direct the
disposition of: 133,083,250
(iv) shared power to
dispose or to direct the
disposition of: -0-

Item 5 Ownership of Five Percent or
Less of a Class
NOT APPLICABLE

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 12, 2013

/s/ John F. Coburn III

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

Pursuant to Power of Attorney
