Edgar Filing: KNIGHT PHILIP H - Form 4

| Form 4 | | | | | | | | | | | |
|--|---|-------------|---|---------------------------------------|--------|---|--|--|-------------|--|--|
| January 25, 2 | _ | | | | | | | OMB AF | PROVAL | | |
| FORM | 14 UNITED | STATES SE | | | | NGE C | OMMISSION | OMB Number: | 3235-0287 | | |
| Check the | | | Washington, D.C. 20549 | | | | | | January 31, | | |
| if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. 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 | | | | | | Expires: Estimated a burden hou response | • | | | | |
| See Instru 1(b). | uction | 30(h) of th | ne Investment | Compar | iy Ac | t of 194 | 0 | | | | |
| (Print or Type F | Responses) | | | | | | | | | | |
| 1. Name and A KNIGHT PI | address of Reporting HILIP H | Sym | | | Tradiı | ıg | 5. Relationship of Issuer | Reporting Pers | on(s) to | | |
| (Lest) | (Einst) | | KE INC [NKE | - | | | (Check all applicable) | | | | |
| (Last) (First) (Middle) ONE BOWERMAN DRIVE | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/24/2005 | | | | X_ DirectorX_ 10% Owner Officer (give titleOther (specify below) | | | | |
| | (Street) | | Amendment, Da d(Month/Day/Year | - | 1 | | 6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M | one Reporting Pe | rson | | |
| BEAVERTO | ON, OR 97005 | | | | | | Person | | r8 | | |
| (City) | (State) | (Zip) | Table I - Non-E | Derivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Data (Month/Day/Year) | | Code | 4. Securi on(A) or D (Instr. 3, | ispose | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | |
| | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Class B Common Stock | 01/24/2005 | | S | 6,600 (1) | D | \$ 86.5 | 5,277,135 | D | | | |
| Class B Common Stock | 01/24/2005 | | S | 1,500 (1) | D | \$ 86.51 | 5,275,635 | D | | | |
| Class B Common Stock | 01/24/2005 | | S | 1,000 (1) | D | \$ 86.54 | 5,274,635 | D | | | |
| Class B Common Stock | 01/24/2005 | | S | 1,000 (1) | D | \$ 86.55 | 5,273,635 | D | | | |

Edgar Filing: KNIGHT PHILIP H - Form 4

| Class B Common Stock | 01/24/2005 | S | 500 <u>(1)</u> D | \$ 86.6 5,273,135 | D |
|----------------------------|------------|---|------------------|-----------------------|---|
| Class B Common Stock | 01/24/2005 | S | 1,000 (1) D | \$ 86.65 5,272,135 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day e s | Expiration Date | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--------|---|--------------------------------------|--------------------|----------------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Class A Common Stock | <u>(2)</u> | | | | | (2) | (2) | Class B Common Stock | <u>(2)</u> | |
| Class A Common Stock | <u>(2)</u> | | | | | (2) | (2) | Class B Common Stock | <u>(2)</u> | |
| Class A Common Stock | <u>(2)</u> | | | | | (2) | (2) | Class B Common Stock | (2) | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| KNIGHT PHILIP H ONE BOWERMAN DRIVE BEAVERTON, OR 97005 | Х | Х | | | | |

Signatures

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

01/25/2005

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Transaction pursuant to a Rule 10b5-1 Trading Plan.
- (2) Class A Common Stock is convertible at any time on a one-for-one basis into Class B Common Stock with no expiration date.
- Shares held by a corporation owned by wife. The reporting person disclaims beneficial ownership of these securities and this report shall(3) not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

Shares held by a limited partnership in which a corporation owned by wife is a co-general partner. The reporting person disclaims

(4) beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.