SEC Form 4

FORM 4

if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

X	Check this box if no longer subjecto Section 16. Form 4 or Form 5
2 1	obligations may continue. See
	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* Woodson Capital Management, LP			2. Issuer Name and Ticker or Trading Symbol PELOTON INTERACTIVE, INC. [PTON	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
woodson C	<u>apital Mana</u>	<u>agement, LP</u>			Director	Х	10% Owner	
(Last)	(First)	(Middle)	_ [1		Officer (give title below)		Other (specify below)	
101 PARK AV 48TH FLOOR	ENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2020		,		,	
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group	Filing	(Check Applicable	
(Street) NEW YORK	NY	10178		X	Form filed by One	•	0	
,			_		Form filed by More Person	e than	One Reporting	
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)						Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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)	4. Transa Code (8)			vative rities nired r osed) r. 3, 4	Expiration Date (Month/Day/Year)		Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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				

Explanation of Responses:

Remarks:

The Reporting Person is no longer a 10% owner of the Issuer's Class A stock and is no longer subject to Section 16 in connection with its transactions in the equity securities of Peloton Interactive, Inc. and, therefore, will no longer report any such transactions on Form 4 or Form 5.

> /s/ James Woodson Davis, sole managing member of Woodson Capital GP, LLC, 05/07/2020 the general partner of Woodson Capital Management, LP ** Signature of Reporting Person Date

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

 \ast 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.

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 Number.