

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Garavaglia Mariana</u>			2. Date of Event Requiring Statement (Month/Day/Year) <u>09/03/2020</u>			3. Issuer Name and Ticker or Trading Symbol <u>PELOTON INTERACTIVE, INC. [PTON]</u>			
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Chief Bus. Operations Officer</u>			5. If Amendment, Date of Original Filed (Month/Day/Year)			
C/O PELOTON INTERACTIVE, INC. 125 WEST 25TH STREET, 11TH FLOOR						6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(Street)	(City)	(State)	(Zip)						
NEW YORK	NY		10001						

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	1,101	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (right to buy Class B Common Stock)	(1)	06/13/2029	Class B Common Stock ⁽²⁾	364,583	14.59	D
Stock Option (right to buy Class A Common Stock)	(3)	02/27/2030	Class A Common Stock	407,811	26.69	D

Explanation of Responses:

- The option vested as to 25% of the total shares on June 13, 2020, then 2.0833% of the total shares vest monthly, with 100% of the total shares vested and exercisable on June 13, 2023, subject to the reporting person's provision of service to the issuer on each vesting date. The option provides for an early-exercise provision and is exercisable as to unvested shares, subject to the issuer's right of repurchase.
- Each share of the issuer's Class B Common Stock will automatically convert into one (1) share of the issuer's Class A Common Stock (a) at the option of the holder and (b) immediately prior to the close of business on the earliest of (i) ten (10) years from the closing of the issuer's initial public offering, (ii) the date on which the outstanding shares of Class B Common Stock represent less than one percent (1%) of the aggregate number of shares of Class A Common Stock and Class B Common Stock then outstanding or (iii) the date specified by the affirmative vote of the holders of Class B Common Stock representing not less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock, voting separately as a single class, and has no expiration date.
- The option vests as to 2.0833% of the total shares monthly, commencing March 28, 2020, with 100% of the total shares vested on February 28, 2024, subject to the reporting person's provision of service to the issuer on each vesting date.

Remarks:

Exhibit List - Exhibit 24 - Power of Attorney

/s/ Hisao Kushi as attorney-in-fact for Mariana Garavaglia 09/08/2020

** 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 5 (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.

LIMITED POWER OF ATTORNEY

The undersigned hereby constitutes and appoints Caitlin Johnston, Hisao Kushi and Bart Goldstein, as long as they are providing service
(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4s and
(2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such
(3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of l

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing wha

The undersigned agrees that each such attorney-in-fact may rely entirely on information furnished orally or in writing by the undersigne

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4s and 5s with re

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of 9-4-2020.

/s/ MARAINA GARAVAGLIA
Mariana Garavaglia

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