SEC For		1			STA	TES	SEC	URITI	FS 4	סאג	ЕХСНА		СОММІ	SSION				
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549														OMB APPR	OVAL			
Check	TATE	FATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP											Number:	3235-0287				
Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).					Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940											ated average burd per response:	en 0.5	
1. Name and Address of Reporting Person <sup>*</sup> LYNCH WILLIAM					2. Issuer Name and Ticker or Trading Symbol         5. Relationship of Reporting Person(s) to Issuer (Check all applicable)           X         Director         10% Owner													
					Off									Officer (give title Other (specify below) below)				
(Last)     (First)     (Middle)       C/O PELOTON INTERACTIVE, INC.       441 NINTH AVENUE, SIXTH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 09/14/2021 President									,			
(Street) NEW YORK NY 10001						4. If A	Amendme	nt, Date o	of Original Filed (Month/Day/			/Year) 6. Indivi X		X Form	idual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)																-		
			Table I -	Non-D	Deriv	ative	e Secu	rities A	cquir	ed, D	isposed of	f, or Be	neficiall	y Owned				
1. Title of Security (Instr. 3)				2. Trar Date (Monti			if any	ition Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Of (D) (Instr. 3, 4 and 5)		A) or Dispo	Secur Benet	ount of ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)	
							(		Code	v	Amount	(A) or (D)	Price	Repo Trans				
Class A (	Common St	ock		09/:	14/20	21			С		28,333 <sup>(1)</sup>	A	\$ <mark>0</mark>		29,633	D		
Class A (	Common St	ock		09/2	14/20	21			S <sup>(2)</sup>		8,044	D	\$108.34	15 <sup>(3)</sup>	21,589	D		
Class A Common Stock				09/14/2021					S <sup>(2)</sup>		4,312	D	\$109.33	39 <sup>(4)</sup>	17,277	D		
Class A Common Stock				09/14/2021					S <sup>(2)</sup>		2,646	D	\$110.46	29 <sup>(5)</sup>	14,631	D		
Class A Common Stock				09/14/2021					<b>S</b> <sup>(2)</sup>		2,802	D	\$111.70	84(6)	11,829	D		
Class A Common Stock				09/14/2021					S <sup>(2)</sup>		8,929	D	\$112.5	8(7)	2,900	D		
Class A Common Stock				09/14/2021					S <sup>(2)</sup>		1,600	D	\$113.38	06 <sup>(8)</sup>	1,300	D		
Class A Common Stock															7,200	I	By GRAT 1 <sup>(9)</sup>	
Class A Common Stock															4,000	I	By GRAT 2 <sup>(9)</sup>	
Class A Common Stock															3,000	I	By GRAT 3 <sup>(9)</sup>	
Class A Common Stock															2,000	I	By GRAT 4 <sup>(9)</sup>	
Class A Common Stock														2,000	I	By GRAT 5 <sup>(9)</sup>		
			Table								sposed of, , convertib			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	i Date,	4. Transactio Code (Inst		5. Number of Derivative		· ·		ercisable and Date	7. Title a of Secur Underlyi	and Amount rities ing ve Security	8. Price o Derivativ Security (Instr. 5)	e derivative Securities Beneficiall Owned Following	Ownership Form:	Beneficial Ownershij (Instr. 4)	
				Code		v					Expiration Date	Title	Amount or Number of Share		Reported Transaction (Instr. 4)			
Stock Option (right to buy Class B Common	\$3.28	09/14/2021			М			28,333		(10)	04/01/2028	Class B Common Stock <sup>(11)</sup>	n 28,333	3 \$0	205,002	2 D		
Class B Common	(11)	09/14/2021		+	М		28,333			(11)	(11)	Class A Commor		3 \$0	1,641,33	33 D		

Class A Common Stock

Class A Common Stock

Class A Common Stock 28,333

110,000

675,000

\$<mark>0</mark>

1,613,000

110,000

675,000

D

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By GRAT 6<sup>(9)</sup>

By limited partnership<sup>(13)</sup>

(11)

(11)

(11)

Class B Common Stock

Class B Common Stock

Class B Common Stock (11)

(11)

(11)

09/14/2021

С

28,333<sup>(12)</sup>

(11)

(11)

(11)

Explanation of Responses:

1. Represents the number of shares that were acquired upon conversion of Class B Common Stock to Class A Common Stock.

2. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

3. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$107.89 to \$108.83 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$108.93 to \$109.90 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$109.97 to \$110.96 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

6. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$111.01 to \$112.00 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

7. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$112.01 to \$112.99 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

8. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$113.04 to \$113.81 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

9. These securities are held of record by a grantor retained annuity trust for which the reporting person is the trustee and sole annuitant.

10. The option vests as to 2.0833% of the total shares monthly, commencing April 15, 2018, with 100% of the total shares vested on March 15, 2022, 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.

11. 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 representing not less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock and Class B Common Stock worth generately as a single class, and has no expiration date.

12. The holder elected to convert the Class B common stock to Class A common stock on a 1-for-1 basis.

13. These securities are held of record by Lynch Holdings I LP ("Lynch Holdings LP"). Lynch Holdings GP LLC is the general partner of Lynch Holdings LP ("Lynch GP LLC"). Trusts for which the reporting holder and his spouse are trustees are the members of Lynch GP LLC and each may be deemed to share voting and investment power over the shares held by Lynch Holdings LP and each have been determined to have a pecuniary interest over the shares held by Lynch Holdings LP.

Remarks:

/s/ Bart Goldstein as attorney-in-09/16/2021

 fact for William Lynch
 Date

 \*\* 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 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.