FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington. | D.C. | 20549 | |
|-------------|------|-------|--|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------|-------------------------|-----------|--|--|--|--|--|--|--|--|
| l | OMB Number: | 3235-0287 | | | | | | | | |
| l | Estimated average burde | en | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | | |

Check this box if no longer subject to 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

| Name and Address of Reporting Person* Cortese Thomas | | | | | 2. Issuer Name and Ticker or Trading Symbol PELOTON INTERACTIVE, INC. [PTON] | | | | | | | ck all applicat Director Officer (g | Officer (give title | | 10% Ov Other (s | vner | |
|---|--|--|---|---|---|----------|------------------|------------------|---|---|--|--|---|---|---|------|-----------------------------|
| (Last) (First) (Middle) C/O PELOTON INTERACTIVE, INC. 441 NINTH AVENUE, SIXTH FLOOR | | | | - | 3. Date of Earliest Transaction (Month/Day/Year) 11/05/2021 | | | | | | | Chief Product Officer | | | | | |
| (Street) NEW YORK NY 10001 | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | I | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | | |
| | | ٦ | Гable I - Non | -Deriva | ative S | Securiti | ies Acq | uired, | Dis | posed of, | or Bene | eficially | Owned | | | | |
| Date | | | | saction Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | | ties Acquired (A) or I Of (D) (Instr. 3, 4 and | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Direct Indirect tr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | Code | | | v | Amount | (A) or (D) | Price | Reported 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/Yea | Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | D) (Instr. 3 and | | es Security | 8. Price of Derivative Security (Instr. 5) | derivative Securities Beneficia Owned Following | or Ownersh Form: Direct (D or Indirect (I) (Instr. | Ownership | Beneficial Ownership t (Instr. 4) | | | |
| | | | | Code | v | (A) | (D) | Date Exercisa | able | Expiration Date | Title | Amount or Number of Shares | Transa | Reported Transact (Instr. 4) | ction(s) | | |
| Stock Option (right to buy Class B Common Stock) | \$0.1875 | 11/05/2021 | | М | | | 100,000 | (1) | | 07/12/2025 | Class B Common Stock ⁽²⁾ | 100,000 | \$0 | 489,3 | 64 | D | |
| Class B Common Stock | (2) | 11/05/2021 | | М | | 100,000 | | (2) | | (2) | Class A Common Stock | 100,000 | \$0 | 1,251, | 922 | D | |
| Class B Common Stock | (2) | | | | | | | (2) | | (2) | Class A Common Stock | 261,052 | | 261,0 | 52 | I | By LLC |
| Class B Common Stock | (2) | | | | | | | (2) | | (2) | Class A Common Stock | 50,000 | | 50,00 | 00 | I | By GRAT 1 ⁽³⁾ |
| Class B Common Stock | (2) | | | | | | | (2) | | (2) | Class A Common Stock | 50,000 | | 50,00 | 00 | I | By GRAT 2 ⁽⁴⁾ |

Explanation of Responses:

- 1. The option is fully vested and exercisable.
- 2. 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 2. Lack state 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 and 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 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 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 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 representing not less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock represent less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock represent less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock represent less than two-thirds (2/3) of the voting power of the outstanding shares of Class B Common Stock represent less than two-thirds (2/3) of the voting shares of Class B Common Stock represent less than two-thirds (2/3) of the voting shares of Class B Common Stock represent less than two-thirds (2/3) of the voting shares (2/3) of the voting shares (2/3) of
- 3. These securities are held of record by The TPC 2021 GRAT 1.
- 4. These securities are held of record by The TPC 2021 GRAT 2.

Remarks:

/s/ Bart Goldstein as attorney-in-11/09/2021 fact for Thomas Cortese

** 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.