

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Klingsick Allen J</u>  (Last) (First) (Middle) C/O PELOTON INTERACTIVE, INC. 441 NINTH AVENUE, SIXTH FLOOR  (Street) NEW YORK NY 10001  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PELOTON INTERACTIVE, INC. [ PTON ]</u>	5. 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 Accounting Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Stock Option (right to buy Class A Common Stock)	\$82.59	10/03/2022		D <sup>(1)</sup>			12,456	(2)	09/15/2030	Class A Common Stock	12,456	\$0	0	D	
Stock Option (right to buy Class A Common Stock)	\$123.81	10/03/2022		D <sup>(1)</sup>			11,113	(3)	02/28/2031	Class A Common Stock	11,113	\$0	0	D	
Stock Option (right to buy Class A Common Stock)	\$7.47	10/03/2022		A <sup>(1)</sup>			12,456	(2)	09/15/2030	Class A Common Stock	12,456	\$0	12,456	D	
Stock Option (right to buy Class A Common Stock)	\$7.47	10/03/2022		A <sup>(1)</sup>			11,113	(3)	02/28/2031	Class A Common Stock	11,113	\$0	11,113	D	

**Explanation of Responses:**

- The transactions reported herein involved the repricing of the reporting person's outstanding options, resulting in the cancellation of the "old" options and the grant of replacement options. There were no changes to the number of shares, the vesting schedule or the expiration date of the repriced stock options.
- The option was originally granted on September 16, 2020 and vests as to 6.25% of the total shares quarterly, commencing November 15, 2020, with 100% of the total shares vested and exercisable on August 15, 2024, subject to the reporting person's provision of service to the issuer on each vesting date.
- The option was originally granted on March 1, 2021 and vests as to 6.25% of the total shares quarterly, commencing May 15, 2021, with 100% of the total shares vested and exercisable on February 15, 2025, subject to the reporting person's provision of service to the issuer on each vesting date.

**Remarks:**

/s/ Bart Goldstein as attorney-in-fact for Allen Klingsick 10/25/2022

\*\* 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.

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