

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Hoag Jay C</u>  (Last) (First) (Middle) <u>250 MIDDLEFIELD ROAD</u>  (Street) <u>MENLO PARK CA 94025</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PELTON INTERACTIVE, INC. [ PTON ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/03/2024</u>	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
	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			
Class A Common Stock	12/03/2024		M		14,912	A	(1)	99,240	D <sup>(3)</sup>	
Class A Common Stock	12/03/2024		M		4,839	A	(1)	104,079	D <sup>(3)</sup>	
Class A Common Stock								2,602,444	I	TCV IX, L.P. <sup>(6)</sup>
Class A Common Stock								734,319	I	TCV IX (A) Opportunities, L.P. <sup>(7)</sup>
Class A Common Stock								138,996	I	TCV IX (B), L.P. <sup>(8)</sup>
Class A Common Stock								200,654	I	TCV Member Fund, L.P. <sup>(9)</sup>
Class A Common Stock								1,878,926	I	TCV X, L.P. <sup>(10)</sup>
Class A Common Stock								465,945	I	TCV X (A) Blocker, L.P. <sup>(11)</sup>
Class A Common Stock								91,608	I	TCV X (B), L.P. <sup>(12)</sup>
Class A Common Stock								105,147	I	TCV X Member Fund, L.P. <sup>(13)</sup>

**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				
Restricted Stock Unit (RSU)	(1)	12/03/2024		M			14,912	(2)	(2)	Class A Common Stock	14,912	\$9.86	14,912	D <sup>(3)</sup>	
Restricted Stock Unit (RSU)	(1)	12/03/2024		M			4,839	(4)	(4)	Class A Common Stock	4,839	\$9.86	4,839	D <sup>(3)</sup>	
Restricted Stock Unit (RSU)	(1)	12/03/2024		A			25,396	(5)	(5)	Class A Common Stock	25,396	\$9.86	25,396	D <sup>(3)</sup>	

**Explanation of Responses:**

1. Each Restricted Stock Unit ("RSU") represents a contingent right to receive one (1) share of the issuer's Class A common stock upon settlement for no consideration.

2. The RSUs vest as to 25% of the total shares quarterly on each of March 7, 2024, June 7, 2024 and September 7, 2024, with the final 25% vesting on the earlier of (i) December 3, 2024 and (ii) the 2024 annual stockholders meeting, subject to the Reporting Person's provision of service to the issuer on each vesting date.
3. Jay C. Hoag has sole voting and dispositive power over the options, RSUs, and shares he holds directly. However, TCV IX Management, L.L.C. and TCV X Management, L.L.C., collectively, have a right to 100% of the pecuniary interest in such securities. Jay C. Hoag is a member of TCV IX Management, L.L.C. and TCV X Management, L.L.C. Mr. Hoag disclaims beneficial ownership of such options, RSUs and the shares to be received upon the exercise of such options or vesting of such RSUs except to the extent of his pecuniary interest therein.
4. Grant of RSUs pursuant to the issuer's non-employee director compensation program following the May 2, 2024 appointment as Chairperson of the Board of Directors, which has been pro-rated for the time period from the effective date of the appointment to the date of the Company's 2024 annual meeting of stockholders. The RSUs vest as to 33.3% of the total shares on each of June 7, 2024, September 7, 2024 and the earlier of (i) December 3, 2024 and (ii) the 2024 annual stockholders meeting, subject to the Reporting Person's provision of service to the issuer on each vesting date.
5. The RSUs vest as to 25% of the total shares quarterly on each of March 3, 2025, June 3, 2025 and September 3, 2025, with the final 25% vesting on the earlier of (i) December 3, 2025 and (ii) the 2025 annual stockholders meeting, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
6. These shares are directly held by TCV IX, L.P. ("TCV IX"). Jay C. Hoag is a Class A Member of Technology Crossover Management IX, Ltd. ("Management IX") and a limited partner of Technology Crossover Management IX, L.P. ("TCM IX"). Management IX is the sole general partner of TCM IX, which in turn is the sole general partner of TCV IX. Mr. Hoag may be deemed to beneficially own the shares held by TCV IX, but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
7. These shares are directly held by TCV IX (A) Opportunities, L.P. ("TCV IX A Opportunities"). Mr. Hoag is a Class A Member of Management IX and a limited partner of TCM IX. Management IX is the sole general partner of TCM IX, which in turn is the sole general partner of TCV IX, which in turn is sole shareholder of TCV IX (A) Opportunities, Ltd., which in turn is the sole limited partner of TCV IX A Opportunities. Mr. Hoag may be deemed to beneficially own the shares held by TCV IX A Opportunities but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
8. These shares are directly held by TCV IX (B), L.P. ("TCV IX (B)"). Jay C. Hoag is a Class A Member of Management IX and a limited partner of TCM IX. Management IX is the sole general partner of TCM IX, which in turn is the sole general partner of TCV IX (B). Mr. Hoag may be deemed to beneficially own the shares held by TCV IX (B) but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
9. These shares are directly held by TCV Member Fund, L.P. ("Member Fund"). Jay C. Hoag is a limited partner of Member Fund and a Class A Director of Management IX. Management IX is a general partner of Member Fund. Mr. Hoag may be deemed to beneficially own the shares held by Member Fund but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
10. These shares are directly held by TCV X, L.P. ("TCV X"). Jay C. Hoag is a Class A Member of Technology Crossover Management X, Ltd. ("Management X") and a limited partner of Technology Crossover Management X, L.P. ("TCM X"). Management X is the sole general partner of TCM X, which in turn is the sole general partner of TCV X. Mr. Hoag may be deemed to beneficially own the shares held by TCV X, but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
11. These shares are directly held by TCV X (A) Blocker, L.P. ("TCV X A Blocker"). Mr. Hoag is a Class A Member of Management X and a limited partner of TCM X. Management X is the sole general partner of TCM X, which in turn is the sole general partner of TCV X, which in turn is sole shareholder of TCV X (A) Blocker, Ltd., which in turn is the sole limited partner of TCV X A Blocker. Mr. Hoag may be deemed to beneficially own the shares held by TCV X A Blocker but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
12. These shares are directly held by TCV X (B), L.P. ("TCV X (B)"). Jay C. Hoag is a Class A Member of Management X and a limited partner of TCM X. Management X is the sole general partner of TCM X, which in turn is the sole general partner of TCV X (B). Mr. Hoag may be deemed to beneficially own the shares held by TCV X (B) but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
13. These shares are directly held by TCV X Member Fund, L.P. ("TCV X Member Fund"). Jay C. Hoag is a Class A Director of Management X and a limited partner of TCV X Member Fund. Management X is the sole general partner of TCV X Member Fund. Mr. Hoag may be deemed to beneficially own the shares held by TCV X Member Fund but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

/s/ Frederic D. Fenton,  
Authorized Signatory for Jay C. 12/05/2024  
Hoag

\*\* 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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