

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): August 29, 2018



**GOPRO, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-36514**  
(Commission File No.)

**77-0629474**  
(I.R.S. Employer  
Identification No.)

**3000 Clearview Way, San Mateo, California 94402**  
(Address of Principal Executive Offices) (Zip Code)  
**Registrant's telephone number, including area code: (650) 332-7600**

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

**(d)**

On August 27, 2018, the Board of Directors (the “Board”) of GoPro, Inc. (the “Company”), on the recommendation of the Company's Nominating and Governance Committee, appointed Jim Lanzone to the Board, effective August 29, 2018. Mr. Lanzone will serve until the earliest to occur of the Company's 2019 annual meeting of stockholders and until his successor is elected or appointed and qualified, or until his earlier death, resignation or removal.

In connection with his appointment as a non-employee director of the Board, Mr. Lanzone will receive compensation for his Board membership in accordance with the Company's non-employee director compensation policy.

Mr. Lanzone has executed the Company's standard form of indemnity agreement, a copy of which has been filed as Exhibit 10.01 to the Company's Registration Statement on Form S-1 filed with the SEC on May 19, 2014.

There is no arrangement or understanding between Mr. Lanzone and any other persons pursuant to which Mr. Lanzone was elected as a director. There is no family relationship between Mr. Lanzone and any director or executive officer of the Company, and except as stated herein, Mr. Lanzone does not have any direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

On August 30, 2018, the Company issued a press release announcing the appointment of Mr. Lanzone to the Board. A copy of the press release is filed with this Current Report on Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit No.          | Description of Exhibit   |
|----------------------|--|
| <a href="#">99.1</a> | Press release dated August 30, 2018 announcing GoPro Appoints Jim Lanzone to Board of Directors. |

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, hereunto duly authorized.

**GoPro, Inc.**  
(Registrant)

Dated: August 30, 2018

By: /s/ Eve T. Saltman

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Eve T. Saltman

Vice President, Corporate/Business Development, General Counsel  
and Secretary

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## INDEX TO EXHIBITS

Exhibit  
No.

Description of Exhibit

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[99.1](#)

Press release dated August 30, 2018 announcing GoPro Appoints Jim Lanzone to Board of Directors.



## GoPro Appoints Jim Lanzone to Board of Directors

SAN MATEO, Calif. , August 30, 2018 -- GoPro, Inc. ( NASDAQ: GPRO) today announced that Jim Lanzone, Chief Digital Officer of CBS Corporation and CEO of CBS Interactive, has joined GoPro's Board of Directors.

"We are proud that GoPro attracts leaders like Jim Lanzone to our board," said Nicholas Woodman, GoPro's CEO and Founder. "Jim's skill as an entrepreneur and operator of companies with globally respected brands is a valuable addition to our already impressive board."

As Chief Digital Officer of CBS, Lanzone has driven CBS's digital strategy and transformation across its operating divisions, including the development of CBS' pioneering suite of digital streaming services such as CBS All Access, CBS Sports HQ and CBSN. Lanzone is also the CEO of CBS Interactive, the 7<sup>th</sup> largest Internet property in the United States. Under his leadership, CBS Interactive's audience and engagement has more than doubled.

Prior to CBS, Lanzone was co-founder and Chief Executive Officer of Clicker Media Inc., which was acquired by CBS in 2011. Lanzone was previously the CEO of Ask.com (formerly Ask Jeeves), a top 10 global web property and leading search engine acquired by IAC/InterActiveCorp in 2005.

"GoPro is known for enabling the world to capture and share its passion in the form of immersive and engaging content," said Lanzone. "I look forward to working with Nick and the rest of the Board on the company's vision for the future."

Mr. Lanzone's appointment became effective on August 29 of this year.

### **About GoPro, Inc. (NASDAQ: GPRO)**

GoPro helps the world celebrate and share itself in immersive and exciting ways.

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For more information, visit [www.gopro.com](http://www.gopro.com). GoPro users can submit their photos, raw clips and video edits to GoPro Awards for social stoke, GoPro gear and cash prizes. Learn more at [www.gopro.com/awards](http://www.gopro.com/awards). Connect with GoPro on Facebook, Instagram, LinkedIn, Pinterest, Twitter, YouTube, and GoPro 's blog The Inside Line.