

# FORM 4

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

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Woodman Nicholas</b>		<b>GoPro, Inc. [ GPRO ]</b>		<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
<b>3025 CLEARVIEW WAY</b>		<b>2/24/2021</b>		<b>CEO, Chairman of the Board</b>	
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
<b>SAN MATEO, CA 94402</b>				<input type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	2/24/2021		C		153744	A	\$0.00	153744	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 <a href="#">(1)</a>
Class A Common Stock	2/24/2021		S <sup>(2)</sup>		153744	D	\$8.0061 <sup>(3)</sup>	0	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 <a href="#">(1)</a>
Class A Common Stock	2/25/2021		C		19115	A	\$0.00	19115	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 <a href="#">(1)</a>
Class A Common Stock	2/25/2021		S <sup>(2)</sup>		19115	D	\$8.0004 <sup>(4)</sup>	0	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 <a href="#">(1)</a>
Class A Common Stock								695747	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				
Class B Common Stock	(S)	2/24/2021		C		153744		(S)	(S)	Class A Common Stock	153744	\$0.00	26734166	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 (U)
Class B Common Stock	(S)	2/25/2021		C		19115		(S)	(S)	Class A Common Stock	19115	\$0.00	26715051	I	By The Woodman Family Trust under Trust Agreement dated March 11, 2011 (U)
Class B Common Stock	(S)							(S)	(S)	Class A Common Stock	966110		966110	I	By 2019 GRAT
Class B Common Stock	(S)							(S)	(S)	Class A Common Stock	966110		966110	I	By Spouse's 2019 GRAT

**Explanation of Responses:**

- (1) Mr. Woodman and spouse are the co-trustees of The Woodman Family Trust under Trust Agreement dated March 11, 2011.
- (2) The sale reported in this line item was effected pursuant to a Rule 10b5-1 trading plan previously 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 \$8.00 to \$8.0805 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares purchased 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 purchased in multiple transactions at prices ranging from \$8.00 to \$8.01 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- (5) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. The Class B Common Stock is also convertible into Class A Common Stock on the same basis upon certain transfers of such shares.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Woodman Nicholas 3025 CLEARVIEW WAY SAN MATEO, CA 94402	X	X	CEO, Chairman of the Board	
Woodman Family Trust under Trust Agreement dated March 11, 2011 3025 CLEARVIEW WAY SAN MATEO, CA 94402		X		

**Signatures**

Jason Stephen, Attorney-in-Fact for Nicholas Woodman

2/26/2021

\*\*Signature of Reporting Person

Date

Jason Stephen, Attorney-in-Fact for The Woodman Family Trust under Trust Agreement dated March 11, 2011

2/26/2021

\*\*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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