
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): April 21, 2017



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 April 20, 2017, the Board of Directors (the “Board”) of GoPro, Inc. (the “Company”), on the recommendation of the Company’s Nominating and Governance Committee of the Board, appointed Susan M. Lyne to the Board, effective April 21, 2017. Ms. Lyne will serve until the earliest to occur of the Company’s 2017 annual meeting of stockholders (at which she is up for election) and until her successor is elected or appointed and qualified, or until her death, resignation or removal. Concurrently with her appointment to the Board, Ms. Lyne was appointed to serve as a member of the Company’s Compensation and Leadership Committee.

In connection with her appointment as a non-employee director of the Board, Ms. Lyne will receive compensation for her Board and committee memberships in accordance with the Company’s non-employee director compensation policy approved by the Board in August 2015, which is described in the Company’s Definitive Proxy Statement filed with the Securities and Exchange Commission (the “SEC”) on April 22, 2016 under the section titled “Proposal No. 1 Election of Directors—Non-Employee Director Compensation Arrangements.”

Ms. Lyne 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 Ms. Lyne and any other persons pursuant to which Ms. Lyne was elected as a director. There is no family relationship between Ms. Lyne and any director or executive officer of the Company, and except as stated herein, Ms. Lyne 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 April 25, 2017, the Company issued a press release announcing the appointment of Ms. Lyne 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

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press release dated April 25, 2017 announcing Susan M. Lyne Joins GoPro’s 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: April 25, 2017

By: /s/ Sharon Zezima

Sharon Zezima

General Counsel and Corporate Secretary

INDEX TO EXHIBITS

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Susan Lyne Joins GoPro's Board of Directors
Distinguished Executive Held Leadership Positions at Gilt.com, ABC, Martha Stewart Living

SAN MATEO, Calif., April 25, 2017 -- GoPro (NASDAQ: GPRO) today announced that Susan Lyne, founder and President of AOL-backed investment fund BBG Ventures, has been appointed to GoPro's Board of Directors. Ms. Lyne brings decades of experience in media, ecommerce, technology, and consumer products, playing leadership roles at both startups and public companies. Notably, she was CEO of the AOL Brand Group, CEO and then Chair of Gilt.com, served as President and CEO of Martha Stewart Living Omnimedia, and before that, worked at Disney/ABC, rising to President of ABC Entertainment. Her current company, BBG Ventures, invests in visionary entrepreneurs building the next generation of market-defining consumer products and services, and every company in its portfolio has at least one female founder.

"We look for exceptional individuals to strengthen our board's capabilities and culture and we are happy to have identified a superb addition in Susan Lyne," said Nicholas Woodman, GoPro's CEO and founder. "We believe her operating and leadership experience will be valuable as GoPro continues to grow its business globally."

Ms. Lyne has been honored with multiple awards, including the National Association of Female Executive's Women of Excellence award in 2016. Ad Age named her Publishing Executive of the Year in 2006 and she received the Matrix Award from New York Women In Communications in 2007.

"I'm delighted to join the GoPro board of directors," said Ms. Lyne. "I've been a fan of the company and its products since the early days, and have tremendous respect for the team and the culture of innovation at GoPro. I look forward to joining them and contributing to their success where I can."

About GoPro, Inc. (NASDAQ: GPRO)

GoPro, Inc. is transforming the way people capture and share their lives. What began as an idea to help athletes self-document themselves engaged in sport, GoPro has become a mobile storytelling solution that helps the world share itself through immersive content.

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