

Barna Sandor
 Form 3
 February 08, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Barna Sandor		(Month/Day/Year)	GoPro, Inc. [GPRO]	
(Last)	(First)	01/30/2018		
3000 CLEARVIEW WAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				
SAN MATEO,Â CAÂ 94402			(Check all applicable)	
(City)	(State)	(Zip)	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Chief Technology Officer	
			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	110,897 ⁽¹⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â (2)	10/14/2025	Class A Common Stock	15,000	\$ 28.54	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	02/25/2026	Class A Common Stock	27,500	\$ 12.3	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	12/14/2026	Class A Common Stock	57,078	\$ 8.69	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barna Sandor 3000 CLEARVIEW WAY SAN MATEO, CA 94402	Â	Â	Â SVP, Chief Technology Officer	Â

Signatures

Jason Stephen, Attorney-in-Fact for Sandor Barna 02/08/2018

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- (1) Includes awards of restricted stock units (RSUs), which vest (i) in four equal annual installments beginning on October 15, 2016 and February 15, 2017, (ii) in four equal semi-annual installments beginning on June 15, 2017, and (iii) in six equal semi-annual installments beginning on April 15, 2018, subject to the Reporting Person's continuous service. The RSUs were granted on October 15, 2015, February 26, 2016, December 15, 2016 and October 13, 2017.
- (2) The option shall vest over a four year period as follows: 25% of the underlying shares vested on September 22, 2016, and 1/48 of the shares vest monthly thereafter, subject to the Reporting Person's continuous service.
- (3) The option shall vest over a four year period as follows: 25% of the underlying shares vested on February 26, 2017, and 1/48 of the shares vest monthly thereafter, subject to the Reporting Person's continuous service.
- (4) The option shall vest over a two year period as follows: 25% of the underlying shares vested on June 15, 2017, and 1/24 of the shares vest monthly thereafter, subject to the Reporting Person's continuous service.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.