

GoPro, Inc.  
Form 3  
June 25, 2014

**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 \*  
Â Steamboat Ventures GP V,  
Ltd.

(Last) (First) (Middle)

C/O CAMPBELLS  
CORPORATE SERVICES  
LIMITED,Â FLOOR 4,  
WILLOW HOUSE, CRICKET  
SQUARE

(Street)

GRAND  
CAYMAN,Â E9Â KY1-1104

(City) (State) (Zip)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
06/25/2014

3. Issuer Name and Ticker or Trading Symbol  
GoPro, Inc. [GPRO]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|                                      | Date Exercisable | Expiration Date | (Instr. 4)<br>Title      | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |                                   |
|--------------------------------------|------------------|-----------------|--------------------------|----------------------------|------------------------------|--|-----------------------------------|
| Series A Convertible Preferred Stock | Â (1)            | Â (1)           | Class B Common Stock (2) | 3,468,731                  | \$ 0                         | I  | By Steamboat Ventures V, L.P. (3) |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Steamboat Ventures GP V, Ltd.<br>C/O CAMPBELLS CORPORATE SERVICES LIMITED<br>FLOOR 4, WILLOW HOUSE, CRICKET SQUARE<br>GRAND CAYMAN,Â E9Â KY1-1104      | Â             | Â X       | Â       | Â     |
| Steamboat Ventures V, L.P.<br>C/O CAMPBELLS CORPORATE SERVICES LIMITED<br>FLOOR 4, WILLOW HOUSE, CRICKET SQUARE<br>GRAND CAYMAN,Â E9Â KY1-1104         | Â             | Â X       | Â       | Â     |
| Steamboat Ventures Manager V, L.P.<br>C/O CAMPBELLS CORPORATE SERVICES LIMITED<br>FLOOR 4, WILLOW HOUSE, CRICKET SQUARE<br>GRAND CAYMAN,Â E9Â KY1-1104 | Â             | Â X       | Â       | Â     |
| Ball John R.<br>C/O CAMPBELLS CORPORATE SERVICES LIMITED<br>FLOOR 4, WILLOW HOUSE, CRICKET SQUARE<br>GRAND CAYMAN,Â E9Â KY1-1104                       | Â             | Â X       | Â       | Â     |
| Fan Liping<br>C/O CAMPBELLS CORPORATE SERVICES LIMITED<br>FLOOR 4, WILLOW HOUSE, CRICKET SQUARE<br>GRAND CAYMAN,Â E9Â KY1-1104                         | Â             | Â X       | Â       | Â     |

## Signatures

|   |            |
|---|------------|
| John R. Ball, Director of Steamboat Ventures GP V, Ltd.   | 06/25/2014 |
| **Signature of Reporting Person   | Date       |
| John R. Ball, Director of Steamboat Ventures GP V, Ltd., GP of Steamboat Ventures Manager V, L.P., GP of Steamboat Ventures V, L.P. | 06/25/2014 |
| **Signature of Reporting Person   | Date       |
| John R. Ball, Director of Steamboat Ventures GP V, Ltd., GP of Steamboat Ventures Manager V, L.P.                                   | 06/25/2014 |
| **Signature of Reporting Person   | Date       |
| John R. Ball  | 06/25/2014 |

\_\_Signature of Reporting Person

Date

Liping Fan

06/25/2014

\_\_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) The Series A Convertible Preferred Stock shall automatically convert into Class B Common Stock on a one for one basis immediately prior to the completion of the Issuer's initial public offering and has no expiration date.  
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.
- (2) Shares held directly by Steamboat Ventures V, L.P. ("Fund V"). Steamboat Ventures GP V, Ltd. (the general partner of Steamboat Ventures Manager V, L.P., which serves as the general partner of Fund V) and John R. Ball and Liping Fan (the directors of Steamboat Ventures GP V, Ltd.) may be deemed to share voting and dispositive power over the shares held by Fund V. Such persons and entities disclaim beneficial ownership of shares held by Fund except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- (3)

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.