

PROOF OF CLAIM AND RELEASE

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SAN MATEO

MUST BE
POSTMARKED
ON OR BEFORE
JULY 26, 2018

IN RE GOPRO, INC. SHAREHOLDER LITIGATION

Lead Case No.: CIV537077

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I. GENERAL INSTRUCTIONS

1. To recover as a Member of the Class based on your claims in the above-captioned action (the “Action”) you must complete and, on page 9 hereof, sign this Proof of Claim and Release. If you fail to file a properly addressed Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed settlement of the Action.
2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of settlement in the Action.
3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE **POSTMARKED ON OR BEFORE JULY 26, 2018**, ADDRESSED TO THE CLAIMS ADMINISTRATOR AT THE ADDRESS SET FORTH ON PAGE 9 BELOW.
4. If you are NOT a Class Member, as defined in the Notice of Proposed Settlement of Class Action (“Notice”), DO NOT submit a Proof of Claim and Release form. ***IN GENERAL, YOU WILL POTENTIALLY QUALIFY AS A CLASS MEMBER ONLY IF YOU PURCHASED SHARES OF GOPRO, INC. CLASS A COMMON STOCK IN GOPRO, INC.’S JUNE 26, 2014 INITIAL PUBLIC OFFERING (THE “IPO”), OR BETWEEN JUNE 26, 2014 AND NOVEMBER 19, 2014, INCLUSIVE.***
5. If you are a Class Member, you will be bound by the terms of any judgment entered in the Action, whether or not you submit a Proof of Claim and Release, unless you file a timely request for exclusion as explained in the Notice.

II. DEFINITIONS

1. “Defendants” means, collectively, (i) GoPro, Inc., Nicholas Woodman, Jack Lazar, Michael Marks, John Ball, Edward Gilhuly, Kenneth Goldman, Anthony Bates, and Peter Gotcher (collectively, the “GoPro Defendants”), and (ii) JP Morgan Securities LLC, Barclays Capital Inc., Citigroup Global Markets Inc., Allen & Company LLC, Stifel Nicolaus & Company, Incorporated, MCS Capital Markets LLC, Robert W. Baird & Co., Incorporated, Piper Jaffray & Co., and Raymond James & Associates, Inc. (collectively, the “Underwriter Defendants”).
2. “Released Defendants’ Parties” means (i) each Defendant; (ii) each of their respective immediate family members (for individuals) and each of their direct or indirect parent entities, subsidiaries, related entities and affiliates, any trust of which any individual defendant is the settlor or which is for the benefit of any Defendant and/or member(s) of his or his family; and

(iii) for any of the entities listed in parts (i) or (ii), their respective past and present partners, general partners, limited partners, principals, shareholders, joint venturers, members, officers, directors, managers, managing directors, supervisors, employees, contractors, consultants, auditors, accountants, financial advisors, professional advisors, investment bankers, representatives, underwriters, insurers, co-insurers, reinsurers, trustees, trustors, agents, attorneys, professionals, predecessors, successors, assigns, heirs, executors, administrators, and any controlling person thereof, in their capacities as such, and any entity in which a Defendant has a controlling interest.

3. All capitalized terms not otherwise defined herein shall have the meanings set forth in the Stipulation and Agreement of Settlement dated March 1, 2018 (the "Stipulation").

III. INSTRUCTIONS

1. Use Part A of this form entitled "Claimant Information" to identify each purchaser of the GoPro common shares that are the subject of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASERS.
2. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of Persons represented by them and evidence of their authority must accompany this claim and their titles or capacities must be stated. The last four digits of the Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.
3. Use Part B of this form entitled "Schedule of Transactions in GoPro Class A Common Stock" to supply all required details of your transaction(s) in GoPro common shares, including transactions relating to any short positions you may have taken with respect to GoPro common stock. If you need more space or additional schedules, attach separate sheets (or make additional copies of the transaction schedule at § IV, Part B below) giving all the required transaction information in substantially the same form. Print the beneficial owner's name, and the last four digits of their Social Security or Taxpayer Identification number (see ¶ 2 above), on each additional sheet (if any).
4. On the schedules, provide all the required information with respect to the following: (a) the number of GoPro Class A common shares you purchased in the June 26, 2014 Initial Public Offering at the Offering price of \$24.00 per share; (b) the number of GoPro Class A common shares you purchased between June 26, 2014 and November 19, 2014, inclusive (the "Class Period"); (c) each and every sale of GoPro Class A common shares between June 26, 2014 and January 24, 2016, inclusive, whether such transactions resulted in a profit or a loss; and

(d) your net position in GoPro Class A common shares (if any) as of the close of trading on January 24, 2016. Failure to report all required information for all of your transactions in GoPro Class A common stock (including short positions) may result in the rejection of your claim. List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

5. Copies of confirmations or other documentation of your transactions in GoPro Class A common shares (including short positions) should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.
6. The above requests are designed to provide the minimum amount of information necessary to process the simplest claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate the amount of claim. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may condition acceptance of the claim upon the production of additional information and/or the hiring of an accounting expert at the claimant's cost.
7. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim and Release form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must visit the settlement website at www.GoProShareholderLitigation.com to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

IV. PROOF OF CLAIM AND RELEASE FORM

■ PART A: CLAIMANT INFORMATION

Last Name (Beneficial Owner)

First Name (Beneficial Owner)

Last Name (Co-Beneficial owner)

First Name (Co-Beneficial Owner)

Company/Other Entity (If Claimant is not an individual)

Contact Person (if Claimant is not an individual)

Account Number (if Claimant is not an individual)

Address Line 1

Address Line 2 (if needed)

City

State

Zip Code

Foreign Province (if applicable)

Country (if not U.S.A.)

Foreign Zip Code (if any)

Telephone Number (Day)

Telephone Number (Night)

Last four digits of Beneficial Owner's Employer Identification Number or Social Security Number (Taxpayer ID Number)¹

Email Address

¹ The last four digits of the taxpayer identification number (TIN), consisting of a valid Social Security number (SSN) for individuals or employer identification number (EIN) for business entities, trusts, estates, etc., and telephone number of the beneficial owner(s) may be used in verifying this claim.

■ PART B: SCHEDULE OF TRANSACTIONS IN GOPRO CLASS A COMMON STOCK

Failure to provide proof of all purchases, sales, and closing positions will impede proper processing of your claim. Please include proper documentation with your Proof of Claim and Release as described in detail above.

1. OFFERING PURCHASES: State the total number of GoPro Class A common shares purchased (if any) in the June 26, 2014 Initial Public Offering at the offering price of \$24.00 (<i>must be documented</i>): <input type="text"/>			IF NONE, CHECK HERE <input type="checkbox"/>
2. PURCHASES: Separately list each purchase of GoPro Class A common shares between June 26, 2014 and January 24, 2016, inclusive (excluding offering shares) (<i>must be documented</i>). PLEASE NOTE: Information requested with respect to your purchases of GoPro Class A common stock from after the opening of trading on November 20, 2014 through and including the close of trading on January 24, 2016 is needed in order to balance your claim; purchases of GoPro Class A common stock during this period, however, are not eligible under the Settlement and will not be used for purposes of calculating your Recognized Loss pursuant to the Plan of Allocation.			IF NONE, CHECK HERE <input type="checkbox"/>
Date(s) of Purchase(s) (list chronologically) (month/day/year)	Number of Shares Purchased	Purchase Price per Share (exclude commissions, taxes & fees)	Proof of Purchase enclosed?
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No

3. SALES: Separately list each sale of GoPro Class A common shares (including short sales, if any) between June 26, 2014 and January 24, 2016, inclusive (<i>must be documented</i>).			IF NONE, CHECK HERE <input type="checkbox"/>
Date(s) of Sale(s) (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price per Share (exclude commissions, taxes & fees)	Proof of Sale enclosed?
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No
/ /		\$	<input type="checkbox"/> Yes <input type="checkbox"/> No

4. ENDING NET POSITION: State your net position (in shares) in GoPro Class A common stock owned as of the close of trading on January 24, 2016 (<i>if other than zero, must be documented; if a net short position, enter a negative value;</i>): <input style="width: 200px; height: 20px;" type="text"/>	IF NONE, CHECK HERE <input type="checkbox"/>
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IF YOU REQUIRE ADDITIONAL SPACE, ATTACH COMPLETED EXTRA SCHEDULES IN THE SAME FORMAT AS ABOVE (OR COPY OR DOWNLOAD, AND COMPLETE, ADDITIONAL COPIES OF THE ABOVE "SCHEDULE OF TRANSACTIONS IN GOPRO CLASS A COMMON STOCK"). PRINT THE BENEFICIAL OWNER'S FULL NAME AND THE LAST FOUR DIGITS OF THEIR TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE.

YOU MUST ALSO READ AND SIGN THE RELEASE and CERTIFICATION AT PAGE 9 BELOW

■ PART C: INFORMATION FROM FUNDS OR “INVESTMENT VEHICLES”

THIS SECTION DOES NOT PERTAIN TO INDIVIDUAL INVESTORS. IF YOU ARE AN INDIVIDUAL INVESTOR, PLEASE IGNORE AND SKIP THIS SECTION.

If you are an institutional investor or fund in which any of the Underwriter Defendants has any equity ownership in you or your fund, please complete this section.

Do any of the Underwriter Defendants (JP Morgan Securities LLC, Barclays Capital Inc., Citigroup Global Markets Inc., Allen & Company LLC, Stifel Nicolaus & Company, Incorporated, MCS Capital Markets LLC, Robert W. Baird & Co., Incorporated, Piper Jaffray & Co., and Raymond James & Associates, Inc.) have any ownership interest in your fund?

_____ **Yes**

_____ **No**

If you checked “yes,” please list the total ownership interest held in your fund by the Underwriter Defendants:

_____ %

■ PART D: RELEASE OF CLAIMS, CERTIFICATION AND SIGNATURE

- A. I (we) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever waive, release, discharge, and dismiss each and every one of the Released Defendants’ Parties with respect to any and all of the Released Claims, as those terms are defined in the accompanying Notice; and
- B. I (we) hereby acknowledge that as of the Effective Date, I (we): (i) shall be deemed to have, and shall have, fully, finally, and forever waived, released, relinquished, and discharged all Released Claims against the Released Defendants’ Parties; and (ii) shall forever be enjoined from prosecuting any Released Claims against any of the Released Defendants’ Parties.

By signing and submitting this Proof of Claim and Release, the claimant(s) or the person(s) who represents the claimant(s) certifies, as follows:

1. that I (we) have read and understand the contents of the Notice, the Plan of Allocation and the Proof of Claim and Release, including the releases provided for in items A and B immediately above;
2. that the claimant(s) is a (are) Class Member(s), as defined in the Notice, and is (are) not excluded from the Class;
3. that the claimant has not submitted a request for exclusion from the Class;
4. that I (we) own(ed) the GoPro Class A common shares identified in this Proof of Claim and Release and have not assigned the claim against the Released Defendants’ Parties to another, or that, in signing and submitting this Proof of Claim and Release, I (we) have the authority to act on behalf of the owner(s) thereof;
5. that the claimant has not submitted any other claim covering the same purchases, acquisition, sales, or holdings of GoPro common shares and knows of no other person having done so on his/her/its behalf;
6. that the claimant submits to the jurisdiction of the Superior Court of the State of California, County of San Mateo with respect to his/her/its claim and for purposes of enforcing the releases set forth herein;

7. that I (we) agree to furnish such additional information with respect to this Proof of Claim and Release as the Claims Administrator or the Court may require;
8. that the claimant waives the right to trial by jury, to the extent it exists, and agrees to the Court's summary disposition of the determination of the validity or amount of the claim made by this Proof of Claim and Release;
9. that I (we) acknowledge that the claimant will be bound by and subject to the terms of any judgment that may be entered in the Action; and
10. that the claimant is NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (a) the claimant is exempt from backup withholding or (b) the claimant has not been notified by the IRS that he/she/it is subject to backup withholding as a result of a failure to report all interest or dividends or (c) the IRS has notified the claimant that he/she/it is no longer subject to backup withholding. *If the IRS has notified the claimant that it is subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding.*

UNDER THE PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of Claimant

Date

Print Name of Claimant

Signature of Joint Claimant, if any

Date

Print Name of Joint Claimant, if any

THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL, POSTAGE PREPAID, **POSTMARKED BY OR BEFORE JULY 26, 2018** AND ADDRESSED TO:

GoPro Shareholder Litigation Settlement
c/o JND Legal Administration
P.O. Box 91346
Seattle, WA 98111

A Proof of Claim and Release received by the Claims Administrator shall be deemed to have been submitted when posted, **if mailed by July 26, 2018 and if a postmark is indicated** on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Proof of Claim and Release shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to fully process all of the Proof of Claim and Release forms. Please notify the Claims Administrator of any change of address.

REMINDER CHECKLIST



Please sign the above release and certification. If this Proof of Claim and Release is being made on behalf of joint claimants, then both must sign.

Remember to attach only **copies** of acceptable supporting documentation.



Please do not highlight any portion of the Proof of Claim and Release or any supporting documents.

Do not send original securities certificates or other original documentation. These items cannot be returned to you by the Claims Administrator.

Keep copies of your completed Proof of Claim and Release and the originals of your documentation for your own records.



The Claims Administrator will acknowledge receipt of your Proof of Claim and Release by mail, within 60 days. Your claim is not deemed filed until you receive an acknowledgement postcard. If you do not receive an acknowledgement postcard within 60 days, please call the Claims Administrator toll free at (833) 380-5566.

If your address changes in the future, or if this Proof of Claim and Release was sent to an old or incorrect address, please send the Claims Administrator written notification of your new address. If you change your name, please inform the Claims Administrator.



If you have any questions or concerns regarding your claim, please contact the Claims Administrator at the above address or at (833) 380-5566, or visit www.GoProShareholderLitigation.com.