

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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*<br><u>Green Logan</u><br><br>(Last) (First) (Middle)<br>C/O LYFT, INC.<br>185 BERRY STREET, SUITE 5000<br><br>(Street)<br>SAN FRANCISCO CA 94107<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Lyft, Inc. [ LYFT ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chief Executive Officer</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/25/2021</u>     |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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            | 08/25/2021                           |  | C <sup>(1)</sup>               |   | 200,000   | A          | (2)    | 200,000   | I  | See Footnote <sup>(3)</sup>                           |
| Class A Common Stock            | 08/25/2021                           |  | G <sup>(4)</sup>               | V | 200,000   | D          | \$0.00 | 0   | I  | See Footnote <sup>(3)</sup>                           |
| Class A Common Stock            |                                      |  |                                |   |   |            |        | 282,896 <sup>(5)</sup>  | D  |   |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) |                 | 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: 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                       | (2)  | 08/25/2021                           |  | C <sup>(1)</sup>               |   |  | 200,000 | (2)  | (2)             | Class A Common Stock  | 200,000                    | \$0.00                                     | 1,037,544  | I   | See Footnote <sup>(3)</sup>                            |
| Class B Common Stock                       | (2)  |                                      |  |                                |   |  |         | (2)  | (2)             | Class A Common Stock  | 2,776,707                  |  | 2,776,707  | I   | See Footnote <sup>(6)</sup>                            |
| Class B Common Stock                       | (2)  |                                      |  |                                |   |  |         | (2)  | (2)             | Class A Common Stock  | 1,627,851                  |  | 1,627,851  | D   |  |

**Explanation of Responses:**

- Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock at the election of the Reporting Person.
- Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock and has no expiration date.
- Shares held by The Green 2014 Irrevocable Trust dated June 12, 2014 (the "Green 2014 Trust").
- Represents a transfer made by the Green 2014 Trust to The Green Family 2020 Irrevocable Trust dated October 28, 2020 for estate planning purposes and does not represent a sale by the Reporting Person. Following the transfer, the Reporting Person will no longer have beneficial ownership of the transferred shares.
- Certain of these securities are restricted stock units (RSUs). Each RSU represents a contingent right to receive one share of Class A Common Stock, subject to the applicable vesting schedule and conditions of each RSU.
- Shares held by El Trust dated August 3, 2015, for which Mr. Green serves as trustee.

**Remarks:**

/s/ Kevin C. Chen, by power of attorney 08/27/2021

\*\* 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.

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 Number.