

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 * <u>Rakuten, Inc.</u> (Last) (First) (Middle) <u>1-14-1, TAMAGAWA</u> (Street) <u>SETAGAYA-KU TOKYO M0 158-0094</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/28/2019</u>	3. Issuer Name and Ticker or Trading Symbol <u>Lyft, Inc. [LYFT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
		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)
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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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series E Preferred Stock	(1)	(1)	Class A Common Stock ⁽²⁾	16,410,011	(1)	I	See Footnote ⁽³⁾
Series F Preferred Stock	(1)	(1)	Class A Common Stock ⁽²⁾	3,732,889	(1)	I	See Footnote ⁽⁴⁾
Series G Preferred Stock	(1)	(1)	Class A Common Stock ⁽²⁾	6,220,839	(1)	I	See Footnote ⁽⁴⁾
Series H Preferred Stock	(1)	(1)	Class A Common Stock ⁽²⁾	5,031,940	(1)	I	See Footnote ⁽⁴⁾

Explanation of Responses:

- The Series E Preferred Stock, Series F Preferred Stock, Series G Preferred Stock and Series H Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- Each share of Common Stock shall be reclassified into one share of Class A Common Stock immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock.
- These shares are held of record by Viber Media S.a r.l., an indirect subsidiary of Rakuten, Inc.
- These shares are held of record by Rakuten Europe S.a r.l., a wholly-owned subsidiary of Rakuten, Inc.

/s/ Kenji Hirose, Group Executive 03/28/2019
Vice President and CFO

** 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 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).

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

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