

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<u>Rakuten, Inc.</u>			<u>Lyft, Inc. [ LYFT ]</u>			Director <input checked="" type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			Officer (give title below) Other (specify below)		
1-14-1, TAMAGAWA			04/02/2019					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
SETAGAYA-KU M0 TOKYO						<input checked="" type="checkbox"/> Form filed by One Reporting Person		
(City)	(State)	(Zip)				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			
Common Stock	04/02/2019		C		16,410,011	A	(1)	16,410,011	I	See Footnote <sup>(2)</sup>
Common Stock	04/02/2019		C		14,985,668	A	(1)	14,985,668	I	See Footnote <sup>(3)</sup>
Common Stock	04/02/2019		J <sup>(4)</sup>		16,410,011	D	(4)	0	I	See Footnote <sup>(2)</sup>
Common Stock	04/02/2019		J <sup>(4)</sup>		14,985,668	D	(4)	0	I	See Footnote <sup>(3)</sup>
Class A Common Stock	04/02/2019		J <sup>(4)</sup>		16,410,011	A	(4)	16,410,011	I	See Footnote <sup>(2)</sup>
Class A Common Stock	04/02/2019		J <sup>(4)</sup>		14,985,668	A	(4)	14,985,668	I	See Footnote <sup>(3)</sup>

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				
Series E Preferred Stock	(1)	04/02/2019		C		16,410,011		(1)	(1)	Common Stock	16,410,011	\$0	0	I	See Footnote <sup>(2)</sup>
Series F Preferred Stock	(1)	04/02/2019		C		3,732,889		(1)	(1)	Common Stock	3,732,889	\$0	0	I	See Footnote <sup>(3)</sup>
Series G Preferred Stock	(1)	04/02/2019		C		6,220,839		(1)	(1)	Common Stock	6,220,839	\$0	0	I	See Footnote <sup>(3)</sup>
Series H Preferred Stock	(1)	04/02/2019		C		5,031,940		(1)	(1)	Common Stock	5,031,940	\$0	0	I	See Footnote <sup>(3)</sup>

## Explanation of Responses:

- The Series E Preferred Stock, Series F Preferred Stock, Series G Preferred Stock and Series H Preferred Stock automatically converted 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 had no expiration date.
- 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.
- Pursuant to a reclassification exempt under Rule 16b-7, each share of Common Stock automatically converted into one share of Class A Common Stock immediately prior to the closing of the Issuer's initial public offering.

/s/ Kenji Hirose, Group  
Executive Vice President CFO 04/04/2019

\*\* 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.

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