

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *														5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Bates Antho	ny John				G	GoPr	o, Inc	. [GPR	O]										
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)								X Director 10% Owner X Officer (give title below) Other (specify below)						
3000 CLEAI	RVIEW '	WAY						3/	2/2	016			I	_ x Officer (g President	give title belo	ow)	Other (speci	iy below)	
(Street)					4.	4. If Amendment, Date Original Filed (MM/DD/YYYY)							Y) 6	6. Individual or Joint/Group Filing (Check Applicable Line)					
SAN MATE														X Form filed by		orting Person One Reporting P	erson		
(C	ity) (Sta	ate) (Zi	(p)																
			Tabl	e I - N						ired, D	isposed	l of, or I	Benef	ficially Own	ed				
1.Title of Security (Instr. 3) 2. Trans. Date					te 2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		4. Securities Acquir Disposed of (D) (Instr. 3, 4 and 5)		nired (A) or	(A) or 5. Amount of Sect Following Reporte (Instr. 3 and 4)		arities Beneficially Owned ad Transaction(s)		6. Ownership Form:	7. Nature of Indirect Beneficial		
						Í		Code	v	Amount	(A) or (D)	Price	`	,			Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Class A Common S	tock			3/2/2	2016	C 9757 A \$0.00 359672					D								
Class A Common Stock 3/4/2016				2016			s		5057 (1)	D	\$13.623	(2)	354615			D			
Class A Common Stock 3/4/2016				2016			S		4700 (1)	D	\$14.478	<u>(3)</u>	349915			D			
	Tab	le II - Der	ivativ	e Sec	urities	Ben	eficially	y Owned	(e.g	, puts	s, calls,	warran	ts, op	ptions, conve	ertible sec	eurities)			
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. D Execu Date,	ition	4. Trans Code (Instr. 8	. 8) Deriv Acqu Dispo		mber of ative Securities ired (A) or sed of (D) 3, 4 and 5)		6. Date Exercisable and Expiration Date			es Une ive Se	derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security				Code	e V (A)	(A)	(D)	Da	te ercisable	Expiration Date	Title		Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)		
Restricted Stock Unit	<u>(4)</u>	3/2/2016			M			15547		<u>(5)</u>	<u>(5)</u>	Clas Com Stock	mon	15547	\$0.00	139922	D		
Class B Common Stock	<u>(6)</u>	3/2/2016			M		15547			<u>(6)</u>	<u>(6)</u>	Clas Com Sto	mon	15547	\$0.00	15547	D		
Class B Common Stock	<u>(6)</u>	3/2/2016			F (7)			5790		<u>(6)</u>	(6)	Clas Com Sto	mon	5790	\$13.02	9757	D		
Class B Common Stock	<u>(6)</u>	3/2/2016			С			9757		<u>(6)</u>	<u>(6)</u>	Clas Com Sto	mon	9757	\$0.00	0	D		

Explanation of Responses:

- The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- (The price reported is a weighted average price. These shares of Class A Common Stock were sold in multiple transactions at sales prices ranging from \$13.21 to \$14.20 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange.
- 2) to \$14.20, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (The price reported is a weighted average price. These shares of Class A Common Stock were sold in multiple transactions at sales prices ranging from \$14.21
- 3) to \$14.78, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class B Common Stock.
- (6.25% of the underlying shares vested on September 2, 2014, and 6.25% of the underlying shares vest on each three month anniversary thereafter, subject to
- 5) the Reporting Person's continuous service.
- (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

- 6) expiration date. The Class B Common Stock is also convertible into Class A Common Stock on the same basis upon any transfer, whether or not for value, except for "Permitted Transfers" as defined in the Issuer's restated certificate of incorporation in effect as of the date hereof. Each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon the date when the outstanding shares of Class B Common Stock represent less than 10% of the aggregate number of shares of Common Stock then outstanding.
- (Exempt transaction pursuant to Section 16b-3(e) Payment of exercise price or tax liability by delivering or withholding securities incident to the receipt,
- 7) exercise or vesting of a security issued in accordance with Rule 16b-3. All of the shares reported as disposed of in this Form 4 were relinquished by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's agreement to pay federal and state tax withholding obligations of the Reporting Person resulting from the vesting of restricted stock units. The Reporting Person did not sell or otherwise dispose of any of the shares reported on this Form 4 for any reason other than to cover required taxes.

Reporting Owners

Panarting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Bates Anthony John							
3000 CLEARVIEW WAY	X		President				
SAN MATEO, CA 94402							

Signatures

Eve T. Saltman, Attorney-in-Fact for Anthony J. Bates

**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 control number.