

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* <u>KAY STEPHEN H</u> (Last) (First) (Middle) C/O ROKU, INC. 150 WINCHESTER CIRCLE (Street) LOS GATOS CA 95032 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ROKU, INC [ROKU]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/16/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP General Counsel, Secretary</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	07/16/2019		C		3,000	A	\$2.94	53,000	D	
Class A Common Stock	07/16/2019		C		4,000	A	\$2.94	57,000	D	
Class A Common Stock	07/16/2019		C		5,000	A	\$5.64	62,000	D	
Class A Common Stock	07/16/2019		S		655 ⁽¹⁾	D	\$104.3707 ⁽²⁾	61,345	D	
Class A Common Stock	07/16/2019		S		462 ⁽¹⁾	D	\$105.612 ⁽³⁾	60,883	D	
Class A Common Stock	07/16/2019		S		710 ⁽¹⁾	D	\$107.0381 ⁽⁴⁾	60,173	D	
Class A Common Stock	07/16/2019		S		645 ⁽¹⁾	D	\$107.9825 ⁽⁵⁾	59,528	D	
Class A Common Stock	07/16/2019		S		1,132 ⁽¹⁾	D	\$108.8385 ⁽⁶⁾	58,396	D	
Class A Common Stock	07/16/2019		S		8,396 ⁽¹⁾	D	\$109.8578 ⁽⁷⁾	50,000	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
Employee Stock Option (Right to Buy)	\$2.94	07/16/2019		M			3,000	(8)	01/23/2024	Class B Common Stock	3,000	\$2.94	22,216	D	
Class B Common Stock	\$2.94	07/16/2019		M		3,000		(9)	01/23/2024	Class A Common Stock	3,000	\$2.94	3,000	D	
Class B Common Stock	\$2.94	07/16/2019		C			3,000	(9)	01/23/2024	Class A Common Stock	3,000	\$2.94	0	D	

