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

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

PARK JAMES

(Last) (First) (Middle)

C/O FITBIT, 199 FREMONT STREET, 14TH FLOOR

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

FITBIT, INC. [ FIT ]

3. Date of Earliest Transaction (MM/DD/YYYY)

12/30/2019

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Individual or Joint/Group Filing (Check Applicable Line)

_X_ Form filed by One Reporting Person

_X_ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Trans. No. of Securities Acquired</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (Right to Buy)</td>
<td>12/30/2019</td>
<td>M (1)</td>
<td>380000</td>
<td>380000</td>
<td>X Director</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>No. of Derivatives Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title of Derivative Security (Instr. 3 and 4)</th>
<th>Amount or Number of Shares Beneficially Owned Following Expiration of Derivative Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock (1)</td>
<td>12/30/2019</td>
<td>M (1)</td>
<td>380000</td>
<td>9/27/2021</td>
<td>Class B Common Stock</td>
<td>380000</td>
<td>$0</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. The option exercise transaction reported in this Form 4 was effected by the reporting person in order to permissively mitigate the potential adverse tax consequences of Section 280G of the Internal Revenue Code of 1986, as amended, in connection with the pending acquisition of the Issuer by Google LLC.

2. The option is fully vested and exercisable.

3. 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 expiration date. The Class B Common Stock will convert automatically into Class A Common Stock on the same basis upon the earlier of: (i) any transfer, whether or not for value, except for certain "Permitted Transfers" as defined in the Issuer's restated certificate of incorporation in effect as of the date hereof, (ii) the affirmative vote of the holders of Class B Common Stock representing not less than a majority of the outstanding shares of Class B Common Stock, or (iii) June 17, 2027.
### Signatures

/s/ Andy Missan, attorney-in-fact  
1/2/2020  

<table>
<thead>
<tr>
<th>Signature of Reporting Person</th>
<th>Date</th>
</tr>
</thead>
</table>

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).


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.