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

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

SAN FRANCISCO, CA 94105

2. Issuer Name and Ticker or Trading Symbol

FITBIT, INC. [ FIT ]

3. Date of Earliest Transaction

2/24/2020

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer

X Director

X 10% Owner

X Officer (give title below)

Other (specify below)

PRESIDENT, CEO, COB

6. Individual or Joint/Group Filing

X Form filed by One Reporting Person

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</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>2/24/2020</td>
<td>A</td>
<td>(1)</td>
<td>200272</td>
<td>Class A Common Stock</td>
<td>200272</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Each restricted stock unit ("RSU") represents a contingent right to receive 1 share of the Issuer's Class A common stock upon settlement for no consideration.

(2) 1/4 of the RSUs will vest on June 15, 2020, and the remainder will vest quarterly thereafter in equal installments, until such time as the RSUs are 100% vested, subject to the continuing employment of the Reporting Person on each vesting date. Shares of the Issuer's Class A Common Stock will be delivered to the Reporting Person upon vesting.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>PARK JAMES C/O FITBIT 199 FREMONT STREET, 14TH FLOOR SAN FRANCISCO, CA 94105</td>
<td>X Director X 10% Owner PRESIDENT, CEO, COB</td>
</tr>
</tbody>
</table>

Signatures

/s/ Andy Missan, attorney-in-fact 2/26/2020

Signature of Reporting Person

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.

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number.