

# FORM 4

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

OMB APPROVAL  
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[ X ] 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 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 - *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>Foundry Venture Capital 2007, L.P.</b>	<b>FITBIT INC [ FIT ]</b>	<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>1050 WALNUT STREET, SUITE 210</b>	<b>5/3/2016</b>	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>BOULDER, CO 80302</b>		<input type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	5/3/2016		J (1)		6622980	D	\$0.00	12591328	I	By Foundry Venture Capital 2007, L.P. (2)
Class A Common Stock	5/3/2016		J (3)		977123	D	\$0.00	1857665	I	By Foundry Group Select Fund, L.P. (4)
Class A Common Stock	5/3/2016		J (5)		1483548	A	\$0.00	1483548	D (6)	
Class A Common Stock	5/3/2016		J (7)		1415960	D	\$0.00	67588	D (6)	
Class A Common Stock	5/3/2016		S		67588 (8)	D	\$17.2699 (9)	0 (8)	D (6)	
Class A Common Stock	5/3/2016		J (7)		398936	A	\$0.00	398936	D (10)	
Class A Common Stock	5/3/2016		S		79787 (8)	D	\$17.2699 (9)	319149 (8)	D (10)	
Class A Common Stock	5/3/2016		J (7)		302126	A	\$0.00	307126	D (11)	
Class A Common Stock	5/3/2016		S		175425 (8)	D	\$17.2699 (9)	131701 (8)	D (11)	
Class A Common Stock	5/3/2016		J (7)		302126	A	\$0.00	302126	D (12)	
Class A Common Stock	5/3/2016		G		302126 (13)	D	\$0.00	0	D (12)	
Class A Common Stock	5/3/2016		G		302126	A	\$0.00	359892	I	By Trust (14)
Class A Common Stock	5/3/2016		S		135956	D	\$17.2699 (9)	223936	I	By Trust (14)
Class A Common Stock	5/3/2016		J (7)		302127	A	\$0.00	329867	D (15)	
Class A Common Stock	5/3/2016		S		181276 (8)	D	\$17.2699 (9)	148591 (8)	D (15)	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (  
1) Represents a pro-rata in-kind distribution of Class A Common Stock of the Issuer by Foundry Venture Capital 2007, L.P. ("Foundry 2007") without consideration to its limited partners and its general partner, Foundry Venture 2007, LLC ("Foundry 2007 GP").
- (  
2) The shares are held by Foundry 2007. The general partner of Foundry 2007 is Foundry 2007 GP, which has voting and dispositive power over these shares. Brad Feld, Seth Levine, Ryan McIntyre and Jason Mendelson are the managing members of Foundry 2007 GP and share voting and dispositive power over these shares. Each of Foundry 2007 GP, Mr. Feld, Mr. Levine, Mr. McIntyre and Mr. Mendelson disclaims beneficial ownership of the shares except to the extent of his or its respective pecuniary interest therein.
- (  
3) Represents a pro-rata in-kind distribution of Class A Common Stock of the Issuer by Foundry Group Select Fund, L.P. ("Foundry Select") without consideration to its limited partners.
- (  
4) The shares are held by Foundry Group Select Fund, L.P. The general partner of Foundry Group Select Fund, L.P. is Foundry Select Fund GP, LLC, which has voting and dispositive power over these shares. Brad Feld, Seth Levine, Ryan McIntyre and Jason Mendelson are the managing members of Foundry Select Fund GP, LLC and share voting and dispositive power over these shares. Each of Foundry Select Fund GP, LLC, Mr. Feld, Mr. Levine, Mr. McIntyre and Mr. Mendelson disclaims beneficial ownership of the shares except to the extent of his or its respective pecuniary interest therein.
- (  
5) Represents the receipt of Class A Common Stock by Foundry 2007 GP from Foundry 2007, as described in greater detail in footnote (1).
- (  
6) The shares are held by Foundry 2007 GP, which serves as the general partner of Foundry 2007. Brad Feld, Seth Levine, Ryan McIntyre and Jason Mendelson are the managing members of Foundry 2007 GP and share voting and dispositive power over these shares. Each of Mr. Feld, Mr. Levine, Mr. McIntyre and Mr. Mendelson disclaims beneficial ownership of the shares except to the extent of his or its respective pecuniary interest therein.
- (  
7) Represents a pro-rata in-kind distribution of Class A Common Stock of the Issuer by Foundry 2007 GP without consideration to its members
- (  
8) Shares sold by the Reporting Person consist of shares received by such Reporting Person in the distribution described in greater detail in footnote (7). Any shares reported as beneficially owned by the Reporting Person following such sale represent the remainder of the shares received by such Reporting Person in the distribution.
- (  
9) Represents the weighted average sales price for price increments ranging from \$17.01 to \$17.95. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.
- (  
10) The shares are held by Brad Feld.
- (  
11) The shares are held by Seth Levine.
- (  
12) The shares are held by Ryan McIntyre.
- (  
13) Represents shares received by the Reporting Person in the distribution described in greater detail in footnote (7), which the Reporting Person gifted to a trust for the benefit of the Reporting Person's family members, of which the Reporting Person is a trustee. The shares reported as beneficially owned by the Reporting Person following the gift represent the remainder of the shares received by the Reporting Person in the distribution.
- (  
14) Held by a revocable trust for the benefit of the family members of Ryan McIntyre, of which Mr. McIntyre is a trustee. Mr. McIntyre disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (  
15) The shares are held by Jason Mendelson.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Foundry Venture Capital 2007, L.P.</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>Foundry Group Select Fund, L.P.</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>Foundry Venture 2007, LLC</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>Foundry Select Fund GP, LLC</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>FELD BRADLEY A</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>Levine Seth</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>MCINTYRE RYAN A</b> <b>1050 WALNUT STREET, SUITE 210</b> <b>BOULDER, CO 80302</b>		X		
<b>MENDELSON JASON A</b>				

1050 WALNUT STREET, SUITE 210 BOULDER, CO 80302		X		
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## Signatures

<u>/s/ Brad Feld, Managing Director of Foundry Venture 2007, LLC, the General Partner of Foundry Venture Capital 2007, L.P.</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Brad Feld, Managing Director of Foundry Select Fund GP, LLC, the General Partner of Foundry Group Select Fund, L.P.</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Brad Feld, Managing Director of Foundry Venture 2007, LLC</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Brad Feld, Managing Director of Foundry Select Fund GP, LLC</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Brad Feld</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Seth Levine</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Ryan McIntyre</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	Date
<u>/s/ Jason Mendelson</u>	<u>5/5/2016</u>
<u>—**Signature of Reporting Person</u>	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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