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**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

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**SCHEDULE 13G**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**  
**(Amendment No. 2)\***

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**Stitch Fix, Inc.**  
**(Name of Issuer)**

**Class A common stock, par value \$0.00002 per share**  
**(Title of Class of Securities)**

**860897107**  
**(CUSIP Number)**

**December 31, 2018**  
**(Date of Event Which Requires Filing of this Statement)**

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1.	Names of Reporting Persons Steven Anderson	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 24,622,309(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 24,622,309(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 24,622,309(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 36.97%(2)(3)(4)	
12.	Type of Reporting Person (see instructions) IN	

- (1) Represents (i) 16,157,915 shares of Class B common stock held directly by Baseline Ventures 2009, LLC, (ii) 7,921,083 shares of Class B common stock held directly by Baseline Increased Exposure Fund, LLC, (iii) 277,911 shares of Class B common stock held directly by Baseline Cable Car, LLC and (iv) 265,400 shares of Class B common stock held directly by Baseline Encore, L.P. Baseline Ventures 2009 Associates, LLC is the general partner of Baseline Ventures 2009, LLC; Baseline Increased Exposure Fund Associates, LLC is the general partner of Baseline Increased Exposure Fund, LLC; and Baseline Encore Associates, LLC is the general partner of Baseline Encore, L.P. The reporting person is the sole member of Baseline Ventures 2009 Associates, LLC, Baseline Increased Exposure Fund Associates, Baseline Encore Associates, LLC and Baseline Cable Car, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 24,622,309 shares of Class B common stock held by the reporting person represent 39.87% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Ventures 2009, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 16,157,915(1)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 16,157,915(1)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 16,157,915(1)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 27.79%(1)(2)(3)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 16,157,915 shares of Class B common stock held directly by Baseline Ventures 2009, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 16,157,915 shares of Class B common stock held by the reporting person represent 26.17% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Increased Exposure Fund, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 7,921,083(1)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 7,921,083(1)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 7,921,083(1)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 15.87%(1)(2)(3)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 7,921,083 shares of Class B common stock held directly by Baseline Increased Exposure Fund, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 7,921,083 shares of Class B common stock held by the reporting person represent 12.83% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Cable Car, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 277,911(1)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 277,911(1)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 277,911(1)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 0.66%(1)(2)(3)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 277,911 shares of Class B common stock held directly by Baseline Cable Car, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 277,911 shares of Class B common stock held by the reporting person represent 0.45% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Encore, L.P.	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 265,400(1)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 265,400(1)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 265,400(1)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 0.63%(1)(2)(3)	
12.	Type of Reporting Person (see instructions) PN	

- (1) Represents 265,400 shares of Class B common stock held directly by Baseline Encore, L.P.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 265,400 shares of Class B common stock held by the reporting person represent 0.43% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Ventures 2009 Associates, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 16,157,915(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 16,157,915(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 16,157,915(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 27.79%(1)(2)(3)(4)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 16,157,915 shares of Class B common stock held directly by Baseline Ventures 2009, LLC. Baseline Ventures 2009 Associates, LLC is the general partner of Baseline Ventures 2009, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 16,157,915 shares of Class B common stock held by the reporting person represent 26.17% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

1.	Names of Reporting Persons Baseline Increased Exposure Fund Associates, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 7,921,083(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 7,921,083(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 7,921,083(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 15.87%(1)(2)(3)(4)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 7,921,083 shares of Class B common stock held directly by Baseline Increased Exposure Fund, LLC. Baseline Increased Exposure Fund Associates, LLC is the general partner of Baseline Increased Exposure Fund, LLC.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 7,912,083 shares of Class B common stock held by the reporting person represent 12.83% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).



1.	Names of Reporting Persons Baseline Encore Associates, LLC	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 265,400(1)(2)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 265,400(1)(2)
	8.	Shared Dispositive Power 0
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 265,400(1)(2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9 0.63%(1)(2)(3)(4)	
12.	Type of Reporting Person (see instructions) OO	

- (1) Represents 265,400 shares of Class B common stock held directly by Baseline Encore, L.P. Baseline Encore Associates, LLC is the general partner of Baseline Encore, L.P.
- (2) Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- (3) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (4) The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 265,400 shares of Class B common stock held by the reporting person represent 0.43% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

**Item 1(a).** Name of Issuer: Stitch Fix, Inc.

**Item 1(b).** Address of Issuer's Principal Executive Offices:

1 Montgomery Street  
Suite 1500  
San Francisco, CA 94104

**Item 2(a).** Name of Person Filing:

Steven Anderson  
Baseline Ventures 2009, LLC  
Baseline Increased Exposure Fund, LLC  
Baseline Encore, L.P.  
Baseline Cable Car, LLC  
Baseline Ventures 2009 Associates, LLC  
Baseline Increased Exposure Fund Associates, LLC  
Baseline Encore Associates, LLC

**Item 2(b).** Address of Principal Business Office or, if none, Residence:

c/o Baseline Ventures  
7250 Redwood Boulevard  
Suite 300 – PMB # 023  
Novato, CA 94945

**Item 2(c).** Citizenship:

All entities were organized in Delaware. Mr. Anderson is United States citizen.

**Item 2(d).** Title of Class of Securities: Class A common stock

**Item 2(e).** CUSIP Number: 860897107

**Item 3.** **If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with §240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4. Ownership**

The following information with respect to the ownership of Class A common stock by the Reporting Person filing this statement on Schedule 13G is provided as of December 31, 2018:

Reporting Person	Class A common stock Held Directly	Class B common stock Held Directly	(a) Amount Beneficially Owned	(b) Percent of Class	(c) Number of shares as to which such person has:			
					(i) Sole Voting Power	(ii) Shared Voting Power	(iii) Sole Dispositive Power	(iv) Shared Dispositive Power
Steven Anderson(1)(2)(3)	0	24,622,309	24,622,309	36.97%	24,622,309	0	24,622,309	0
Baseline Ventures 2009, LLC (2)(4)	0	16,157,915	16,157,915	27.79%	16,157,915	0	16,157,915	0
Baseline Increased Exposure Fund, LLC (2)(5)	0	7,921,083	7,921,083	15.87%	7,921,083	0	7,921,083	0
Baseline Cable Car, LLC (2)(6)	0	277,911	277,911	0.66%	277,911	0	277,911	0
Baseline Encore, L.P. (2)(7)	0	265,400	265,400	0.63%	265,400	0	265,400	0
Baseline Ventures 2009 Associates, LLC (2)(4)	0	16,157,915	16,157,915	15.87%	16,157,915	0	16,157,915	0
Baseline Increased Exposure Fund Associates, LLC (2)(5)	0	7,921,083	7,921,083	15.87%	7,921,083	0	7,921,083	0
Baseline Encore Associates, LLC (2)(7)	0	265,400	265,400	0.63%	265,400	0	265,400	0

- Represents (i) 16,157,915 shares of Class B common stock held directly by Baseline Ventures 2009, LLC, (ii) 7,921,083 shares of Class B common stock held directly by Baseline Increased Exposure Fund, LLC, (iii) 277,911 shares of Class B common stock held directly by Baseline Cable Car, LLC and (iv) 265,400 shares of Class B common stock held directly by Baseline Encore, L.P. Baseline Ventures 2009 Associates, LLC is the general partner of Baseline Ventures 2009, LLC, Baseline Increased Exposure Fund Associates, LLC is the general partner of Baseline Increased Exposure Fund, LLC and Baseline Encore Associates, LLC is the general partner of Baseline Encore, L.P. The reporting person is the general partner of Baseline Ventures 2009 Associates, LLC, Baseline Increased Exposure Fund Associates, Baseline Encore Associates, LLC and Baseline Cable Car, LLC.
- Each share of Class A common stock is entitled to one vote and each share of Class B common stock is entitled to ten votes. Each share of Class B common stock is convertible into one share of Class A common stock at any time at the option of the holder and upon the occurrence of certain other events as described in the Issuer's Amended and Restated Certificate of Incorporation. In addition, each share of Class B common stock will automatically convert into one share of Class A common stock upon any transfer, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018). The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 24,622,309 shares of Class B common stock held by the reporting person represent 39.87% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018). The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 16,157,915 shares of Class B common stock held by the reporting person represent 26.17% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018). The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 7,921,083 shares of Class B common stock held by the reporting person represent 12.83% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

- (6) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018). The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 277,911 shares of Class B common stock held by the reporting person represent 0.45% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).
- (7) The percent of class was calculated based on 41,985,380 shares of Class A common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018). The percentage reported does not reflect the ten for one voting power of the Class B common stock. The 265,400 shares of Class B common stock held by the reporting person represent 0.43% of the aggregate combined voting power of the Class A common stock and Class B common stock based on (i) 41,985,380 shares of Class A common stock and (ii) 57,552,608 shares of Class B common stock outstanding as of December 4, 2018 (as reported in the Issuer's Quarterly Report on Form 10-Q as filed by the Issuer with the SEC on December 11, 2018).

**Item 5. Ownership of 5 Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following .

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group**

Not Applicable

**Item 9. Notice of Dissolution of a Group**

Not Applicable

**Item 10. Certification**

Not Applicable

## INDEX TO EXHIBITS

Exhibit Number

Exhibit

99.1

Joint Filing Agreement

99.2

Power of Attorney

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2019

BASELINE VENTURES 2009, LLC

By: Baseline Ventures 2009 Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE VENTURES 2009 ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE ENCORE L.P.

By: Baseline Encore Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE ENCORE ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE INCREASED EXPOSURE FUND, LLC

By: Baseline Increased Exposure Fund  
Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE INCREASED EXPOSURE FUND  
ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE CABLE CAR, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

STEVEN ANDERSON

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski, as Attorney-in-Fact

## JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the common stock of Stitch Fix, Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to the agreement expressly authorizes each other party to file on its behalf any and all amendments to such statement. Each party to this agreement agrees that this joint filing agreement may be signed in counterparts.

In evidence whereof, the undersigned have caused this Agreement to be executed on their behalf this 14<sup>th</sup> day of February, 2019.

BASELINE VENTURES 2009, LLC

By: Baseline Ventures 2009 Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE VENTURES 2009 ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE ENCORE L.P.

By: Baseline Encore Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE ENCORE ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE INCREASED EXPOSURE FUND, LLC

By: Baseline Increased Exposure Fund  
Associates, LLC,  
its General Partner

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE INCREASED EXPOSURE FUND  
ASSOCIATES, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

BASELINE CABLE CAR, LLC

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski  
Title: Attorney-in-Fact

STEVEN ANDERSON

By: /s/ Stephanie Malkowski

Name: Stephanie Malkowski, as Attorney-in-Fact

**LIMITED POWER OF ATTORNEY**

The undersigned hereby constitute and appoint Stephanie Malkowski signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as a beneficial owner of securities of Stitch Fix, Inc. (the "Company"), from time to time the following U.S. Securities and Exchange Commission ("SEC") forms: (i) Form ID, including any attached documents (such as Update Passphrase Authentication), to effect the assignment of codes to the undersigned to be used in the transmission of information to the SEC using the EDGAR System; (ii) Form 3, Initial Statement of Beneficial Ownership of Securities, including any attached documents; (iii) Form 4, Statement of Changes in Beneficial Ownership of Securities, including any attached documents; (iv) Form 5, Annual Statement of Beneficial Ownership of Securities in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder, including any attached documents; (v) Schedules 13D and 13G, (vi) Forms 13F and 13H and (vii) amendments of each thereof, in accordance with the Securities Exchange Act of 1934, as amended, and the rules thereunder, including any attached documents;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, 5, 13F or 13H, Schedules 13D and 13G or any amendment(s) thereto, and timely file such form(s) with the SEC and any securities exchange, national association or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grant to such attorney-in-fact, acting singly, full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledge that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 16 or Regulation 13D-G of the Securities Exchange Act of 1934, as amended. The undersigned hereby agree to indemnify the attorney-in-fact from and against any demand, damage, loss, cost or expense arising from any false or misleading information provided by the undersigned to the attorney-in-fact.

This Power of Attorney shall remain in full force and effect for each undersigned party until such undersigned party is no longer required to file such forms with respect to such undersigned party's holdings of and transactions in securities issued by the Company, unless earlier revoked by such undersigned party in a signed writing delivered to the foregoing attorney-in-fact. This Power of Attorney supersedes any prior power of attorney in connection with the undersigned's capacity as a beneficial owners of securities of the Company. This Power of Attorney shall expire when the attorney-in-fact ceases to be an employee of Baseline Industries, L.P. or its affiliates.



IN WITNESS WHEREOF, the undersigned have caused this Power of Attorney to be executed as of February 12, 2019.

BASELINE VENTURES 2009, LLC

By: Baseline Ventures 2009 Associates, LLC,  
its General Partner

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE ENCORE L.P.

By: Baseline Encore Associates, LLC,  
its General Partner

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE INCREASED EXPOSURE FUND, LLC

By: Baseline Increased Exposure Fund  
Associates, LLC,  
its General Partner

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE CABLE CAR, LLC

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE VENTURES 2009 ASSOCIATES, LLC

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE ENCORE ASSOCIATES, LLC

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

BASELINE INCREASED EXPOSURE FUND  
ASSOCIATES, LLC

By: /s/ Steven Anderson  
Name: Steven Anderson  
Title: Sole Member

By: /s/ Steven Anderson  
Name: Steven Anderson