

OMB APPROVAL	
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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>Lake Katrina</u> <hr/> (Last) (First) (Middle) 1 MONTGOMERY STREET, SUITE 1500 <hr/> (Street) SAN FRANCISCO CA 94104 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Stitch Fix, Inc. [ SFIX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 09/16/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/16/2019		c <sup>(3)</sup>		5,000 <sup>(1)</sup>	A	\$0	5,000	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/16/2019		c <sup>(3)</sup>		28,333 <sup>(1)</sup>	A	\$0	28,333	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class A Common Stock	09/16/2019		s <sup>(6)</sup>		5,000	D	\$20.63	0	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/16/2019		s <sup>(6)</sup>		28,333 <sup>(7)</sup>	D	\$20.6536	0	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class A Common Stock	09/17/2019		c <sup>(3)</sup>		5,000 <sup>(1)</sup>	A	\$0	5,000	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/17/2019		c <sup>(3)</sup>		28,333 <sup>(1)</sup>	A	\$0	28,333	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>

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			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	09/17/2019		s <sup>(6)</sup>		28,333 <sup>(8)</sup>	D	\$21.2237	0	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class A Common Stock	09/17/2019		s <sup>(6)</sup>		5,000	D	\$21.56	0	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/18/2019		c <sup>(3)</sup>		5,000 <sup>(1)</sup>	A	\$0	5,000	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/18/2019		c <sup>(3)</sup>		28,334 <sup>(1)</sup>	A	\$0	28,334	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class A Common Stock	09/18/2019		s <sup>(6)</sup>		28,334 <sup>(9)</sup>	D	\$20.9539	0	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class A Common Stock	09/18/2019		s <sup>(6)</sup>		5,000	D	\$21.4	0	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class A Common Stock	09/18/2019		F		10,679 <sup>(10)</sup>	D	\$21.49	81,949	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					
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock		675,932	I	Katrina M. Lake 2017 Irevocable Trust <sup>(2)</sup>

**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	Amount or Number of Shares				
Class B Common Stock	(1)	09/16/2019		C <sup>(3)</sup>			5,000	(1)	(1)	Class A Common Stock	5,000	\$0	575,772	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class B Common Stock	(1)	09/16/2019		C <sup>(3)</sup>			28,333	(1)	(1)	Class A Common Stock	28,333	\$0	11,391,862	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class B Common Stock	(1)	09/17/2019		C <sup>(3)</sup>			5,000	(1)	(1)	Class A Common Stock	5,000	\$0	570,772	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class B Common Stock	(1)	09/17/2019		C <sup>(3)</sup>			28,333	(1)	(1)	Class A Common Stock	28,333	\$0	11,363,529	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>
Class B Common Stock	(1)	09/18/2019		C <sup>(3)</sup>			5,000	(1)	(1)	Class A Common Stock	5,000	\$0	565,772	I	John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016 <sup>(4)</sup>
Class B Common Stock	(1)	09/18/2019		C <sup>(3)</sup>			28,334	(1)	(1)	Class A Common Stock	28,334	\$0	11,335,195	I	Katrina M. Lake Revocable Trust <sup>(5)</sup>

**Explanation of Responses:**

- Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
- The shares are held by Katrina M. Lake, Trustee of The Katrina M. Lake 2017 Irrevocable Trust.
- Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.
- The shares are held by John C. Clifford and Katrina M. Lake, Trustees of the John C. Clifford and Katrina M. Lake Revocable Trust dated May 23, 2016.
- The shares are held by Katrina M. Lake, Trustee of The Katrina M. Lake Revocable Trust dated May 23, 2016.
- Shares disposed of pursuant to a previously established Rule 10b5-1 plan.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$20.53 to \$20.82 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$20.80 to \$21.56 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$20.67 to \$21.40 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- Represents shares that have been withheld by the Company to satisfy tax withholding obligation in connection with the vesting of restricted stock units.

/s/ Scott Darling, Attorney-in-Fact for Katrina Lake 09/18/2019

\*\* Signature of Reporting Person      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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