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
   Shipchandler Khozema
   C/O TWILIO INC., 101 SPEAR STREET, FIRST FLOOR
   SAN FRANCISCO, CA 94105

2. Issuer Name and Ticker or Trading Symbol
   TWILIO INC [ TWLO ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   5/15/2020

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

5. Individual or Joint/Group Filing
   _X_ Form filed by One Reporting Person
   ___ Form filed by More than One Reporting Person

6. Relationship of Reporting Person(s) to Issuer
   ___ Director
   ___ 10% Owner
   _X_ Officer (give title below)
   ___ Other (specify below)
   Chief Financial Officer

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/15/2020</td>
<td>S</td>
<td>3485 (1)</td>
<td>D</td>
<td>$189.1304 (2)</td>
<td>102024 (2)</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/15/2020</td>
<td>S</td>
<td>1 (1)</td>
<td>D</td>
<td>$189.58</td>
<td>102023 (2)</td>
<td>D</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</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>V</th>
<th>(A) or (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)</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>Class A Common Stock</td>
<td>102023 (2)</td>
<td>S</td>
<td>1 (1)</td>
<td>D</td>
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<td>D</td>
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<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Represents the number of shares sold to cover the statutory tax withholding obligations in connection with the vesting of Restricted Stock Units ("RSUs"). This sale is mandated by the Issuer's election under its equity incentive plans to require the satisfaction of minimum statutory tax withholding obligations to be funded by a "sell-to-cover" transaction and does not represent a discretionary sale by the Reporting Person.

(2) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $188.54 to $189.505 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or to 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.

(3) A portion of these shares represent RSUs. Each RSU represents a contingent right to receive one share of Issuer's Class A common stock.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shipchandler Khozema</td>
<td>Director</td>
</tr>
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<td>C/O TWILIO INC.</td>
<td>10% Owner</td>
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<td>101 SPEAR STREET, FIRST FLOOR</td>
<td>Officer</td>
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<td>SAN FRANCISCO, CA 94105</td>
<td>Chief Financial Officer</td>
</tr>
</tbody>
</table>

Signatures

_/s/ Shanti Ariker as attorney in fact for Reporting Person_ 5/19/2020

**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.

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.