**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 -
ROTTENBERG ERIKA
(4)

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

3. Date of Earliest Transaction (MM/DD/YYYY)
5/22/2020

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

- X Director
- 10% Owner
- Officer (give title below)
- Other (specify below)

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

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</th>
<th>Amount of Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/22/2020</td>
<td>C</td>
<td>2500</td>
<td>A $0 11947 I By Trust (1)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/22/2020</td>
<td>$</td>
<td>2500</td>
<td>D $200.17 9447 I By Trust (1)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></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>Trans. Date</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td>5/22/2020</td>
<td>C</td>
<td>2500</td>
<td>(A)</td>
<td>(D)</td>
<td>Class A Common Stock 2500.0 $0 16174 I By Trust (1)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Shares are held by The Erika Rottenberg Revocable Trust.
2. The sales reported were effected pursuant to a 10b5-1 trading plan adopted by the Reporting Person. The Reporting Person has elected to sell the shares reported in this transaction to satisfy tax obligations required in connection with the shares received with the vesting of Restricted Stock Units ("RSUs").
3. A portion of these shares represent Restricted Stock Units ("RSUs"). Each RSU represents a contingent right to receive one share of Issuer's Class A common stock.
4. 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.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>ROTTENBERG ERIKA</td>
<td>X</td>
</tr>
<tr>
<td>C/O TWILIO INC.</td>
<td></td>
</tr>
<tr>
<td>101 SPEAR STREET, FIRST FLOOR</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94105</td>
<td></td>
</tr>
</tbody>
</table>

Signatures

/s/ Shanti Ariker as attorney in fact for Reporting Person 5/27/2020

**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.