

# FORM 4

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

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## 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>ROTTENBERG ERIKA</b>		<b>TWILIO INC [ TWLO ]</b>		<input checked="" type="checkbox"/> Director _____ 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input type="checkbox"/> Officer (give title below) _____ Other (specify below)	
<b>C/O TWILIO INC., 375 BEALE STREET, SUITE 300</b>		<b>2/15/2018</b>			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
<b>SAN FRANCISCO, CA 94105</b>				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<input 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	6/12/2018		G (1)	V	6005	D	\$0	0	D	
Class A Common Stock	6/12/2018		G (2)	V	6005	A	\$0	6005	I	By Trust (3)
Class A Common Stock	11/28/2018		C		5000	A	\$0	11005	I	By Trust (3)
Class A Common Stock	11/28/2018		S (4)		3750	D	\$88.9264 (5)	7255	I	By Trust (3)

**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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock (6)	(6)	2/15/2018		G (1)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	13109 (7)	D	
Class B Common Stock (6)	(6)	2/15/2018		G (2)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	12978	I	By Trust (3)
Class B Common Stock (6)	(6)	5/15/2018		G (1)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	10924 (7)	D	
Class B Common Stock (6)	(6)	5/15/2018		G (2)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	15163	I	By Trust (3)
Class B Common Stock (6)	(6)	8/15/2018		G (1)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	8739 (7)	D	
Class B Common Stock (6)	(6)	8/15/2018		G (2)	V	2185		(6)	(6)	Class A Common Stock	2185	\$0	17348	I	By Trust (3)
Class B Common Stock (6)	(6)	11/15/2018		G (1)	V	2184		(6)	(6)	Class A Common Stock	2184	\$0	6555 (7)	D	
Class B Common Stock (6)	(6)	11/15/2018		G (2)	V	2184		(6)	(6)	Class A Common Stock	2184	\$0	19532	I	By Trust (3)
Class B Common Stock (6)	(6)	11/28/2018		C		5000		(6)	(6)	Class A Common Stock	5000	\$0	14532	I	By Trust (3)

Explanation of Responses:

- (1) Represents shares that were contributed by the Reporting Person to the Reporting Person's trust.
- (2) Represents the shares received by the Reporting Person's trust.
- (3) Shares are held by The Erika Rottenberg Revocable Trust.
- (4) The Reporting Person has elected to sell the shares reported in this transaction to satisfy tax obligations required in connection with shares received with the vesting of Restricted Stock Units ("RSUs").
- (5) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$88.911 to \$88.93 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.
- (6) 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.
- (7) A portion of these shares represent RSUs. Each RSU represents a contingent right to receive one share of Issuer's Class B Common Stock.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>ROTTENBERG ERIKA C/O TWILIO INC. 375 BEALE STREET, SUITE 300 SAN FRANCISCO, CA 94105</b>	<b>X</b>			

**Signatures**

/s/ Alexis Rhorer as attorney in fact for Reporting Person

11/30/2018

\*\*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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