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
(Last) (First) (Middle)
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)

6/3/2020

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

6/3/2020

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

__X__ Director

_____ 10% Owner

_____ Officer (give title below)

_____ Other (specify below)

529

6. Individual or Joint/Group Filing (Check Applicable Line)

_X_ Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

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 (A) or (D)</th>
<th>Price</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>6/3/2020</td>
<td>A</td>
<td>1595 (1) A</td>
<td>$0</td>
<td>3078 (2)</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/3/2020</td>
<td>G</td>
<td>1483 D</td>
<td>$0</td>
<td>1595 (2)</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/3/2020</td>
<td>G</td>
<td>1483 A</td>
<td>$0</td>
<td>10930</td>
<td>I By Trust (3)</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 (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security (Instr. 2)</th>
<th>Trans. Date (Instr. 3)</th>
<th>Trans. Code (Instr. 4)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Instr. 6, 7)</th>
<th>Title and 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 A Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

Explanation of Responses:

(1) The shares reported in this transaction represent Restricted Stock Units ("RSUs"), each RSU represents the contingent right to receive one share of the Issuer's Class A common stock. The RSUs shall vest as follows: 100% of the RSUs shall vest on the earlier of June 3, 2021 or the date of the 2021 Annual Stockholder Meeting of the Issuer.

(2) A portion of these shares represent RSUs. Each RSU represents a contingent right to receive one share of Issuer's Class B Common Stock.

(3) Represents shares that were contributed by the Reporting Person to the Reporting Person's trust.

(4) Represents the shares received by the Reporting Person's trust.

(5) Shares are held by The Erika Rottenberg Revocable Trust.

Reporting Owners

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

Signatures

/s/ Shanti Arikar as attorney in fact for Reporting Person 6/5/2020

Signature of Reporting Person

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**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).


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.