

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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 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)		
Lawson Jeff			TWILIO INC [TWLO]			<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		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
C/O TWILIO INC., 375 BEALE STREET, SUITE 300			10/16/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
SAN FRANCISCO, CA 94105						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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			

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 (1)	(1)	10/16/2017		G (2)	V		5678	(1)	(1)	Class A Common Stock	5678	\$0	106875 (3)	D	
Class B Common Stock (1)	(1)	10/16/2017		G (4)	V		5678	(1)	(1)	Class A Common Stock	5678	\$0	6116398	I	By Lawson Revocable Trust (5)
Class B Common Stock (1)	(1)	12/18/2017		G (6)	V		9900	(1)	(1)	Class A Common Stock	9900	\$0	6106498	I	By Lawson Revocable Trust (5)
Class B Common Stock (1)	(1)	1/16/2018		F (7)			4380	(1)	(1)	Class A Common Stock	4380	\$26.16	102495 (3)	D	
Class B Common Stock (1)	(1)	1/16/2018		G (2)	V		7495	(1)	(1)	Class A Common Stock	7495	\$0	95000 (3)	D	
Class B Common Stock (1)	(1)	1/16/2018		G (4)	V		7495	(1)	(1)	Class A Common Stock	7495	\$0	6113993	I	By Lawson Revocable Trust (5)
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	740364		740364	I	By Lawson 2014 GRAT (8)
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	323170		323170	I	By Lawson 2014 Irrevocable Trust (9)
Employee Stock Option (right to buy)	\$10.09							(10)	12/30/2025	Class B Common Stock (1)	316667		316667	D	
Employee Stock Option (right to buy)	\$31.96							(11)	2/9/2027	Class A Common Stock	163890		163890	D	

Explanation of Responses:

- (1) 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.
 (2) Represents shares that the Reporting Person contributed to the Reporting Person's trust.

- (3) A portion of these shares represent Restricted Stock Units ("RSU's). Each RSU represents a contingent right to receive one share of Issuer's Class B Common Stock.
- (4) Represents the shares received by the Reporting Person's trust.
- (5) Erica Freeman Lawson and Jeffrey Gordon Lawson Trustees of the Lawson Revocable Trust dated 10/2/11.
- (6) Represents shares that the Reporting Person donated as a bona-fide gift.
- (7) Represents shares of Common Stock that were withheld by the Issuer to satisfy tax withholding obligations of the Reporting Person in connection with the vesting of RSUs.
- (8) Jeffrey Gordon Lawson Trustee of the Lawson 2014 GRAT dated 12/29/14.
- (9) JP Morgan Trust Company of Delaware Trustee U/A 12/29/14 Lawson 2014 Irrevocable Trust.
- (10) The shares subject to this option vest in 48 equal monthly installments, with the first installment on February 15, 2016, subject to the Reporting Person's continuous service to the Issuer on each such date. The option is early exercisable by the Reporting Person.
- (11) The Stock Option ("Option") shall vest as follows: 1/4th of the Option shall vest on January 1, 2018 and 1/48th of the Option shall vest monthly thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lawson Jeff C/O TWILIO INC. 375 BEALE STREET, SUITE 300 SAN FRANCISCO, CA 94105	X	X	Chief Executive Officer	

Signatures

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

1/18/2018

**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.

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.