

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>DALZELL RICHARD L</u> (Last) (First) (Middle) C/O TWILIO INC. 101 SPEAR STREET, FIRST FLOOR (Street) SAN FRANCISCO CA 94105 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TWILIO INC [TWLO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/15/2021		A		259 ⁽¹⁾	A	\$0	13,403	D	
Class A Common Stock	12/15/2021		C		1,000	A	\$0	14,403	D	
Class A Common Stock	12/15/2021		S ⁽²⁾		500	D	\$251.75	13,903	D	
Class A Common Stock	12/15/2021		S ⁽²⁾		500	D	\$260	13,403	D	
Class A Common Stock	12/16/2021		C		500	A	\$0	13,903	D	
Class A Common Stock	12/16/2021		S ⁽²⁾		500	D	\$270	13,403	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$3.86	12/15/2021		M			1,000	(3)	03/24/2024	Class B Common Stock ⁽⁴⁾	1,000	\$0	77,000	D	
Class B Common Stock ⁽⁴⁾	(4)	12/15/2021		M		1,000		(4)	(4)	Class A Common Stock	1,000	\$0	1,000	D	
Class B Common Stock ⁽⁴⁾	(4)	12/15/2021		C			1,000	(4)	(4)	Class A Common Stock	1,000	\$0	0	D	
Employee Stock Option (right to buy)	\$3.86	12/16/2021		M			500	(3)	03/24/2024	Class B Common Stock ⁽⁴⁾	500	\$0	76,500	D	
Class B Common Stock ⁽⁴⁾	(4)	12/16/2021		M		500		(4)	(4)	Class A Common Stock	500	\$0	500	D	
Class B Common Stock ⁽⁴⁾	(4)	12/16/2021		C			500	(4)	(4)	Class A Common Stock	500	\$0	0	D	

Explanation of Responses:

- The shares reported in this transaction represent Restricted Stock Units ("RSUs"). The RSUs reported vested immediately on the date of grant.
- The sales reported were executed under the Reporting Person's 10b5-1 trading plan, dated as of 6/9/2021.
- The shares subject to the option vested in 36 equal installments commencing on March 25, 2014. The shares subject to the option are fully vested and exercisable by the Reporting Person.
- 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.

Remarks:

/s/ Mariam Sattar as attorney in fact for Reporting Person 12/17/2021

** Signature of Reporting Person Date

* 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 Number.