

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <b>ROTTENBERG ERIKA</b>  (Last) (First) (Middle) <b>C/O TWILIO INC.</b> <b>101 SPEAR STREET, FIRST FLOOR</b>  (Street) <b>SAN FRANCISCO CA 94105</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>TWILIO INC [ TWLO ]</b>	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) <b>06/03/2021</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	06/03/2021		C <sup>(1)</sup>		1,595	D	\$0	0	D	
Class A Common Stock	06/03/2021		C <sup>(2)</sup>		1,595	A	\$0	8,932	I	By Trust <sup>(3)</sup>
Class A Common Stock	06/03/2021		C		1,500	A	\$0	10,432	I	By Trust <sup>(3)</sup>
Class A Common Stock	06/03/2021		S <sup>(4)</sup>		1,500	D	\$328.42	8,932	I	By Trust <sup>(3)</sup>

**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
Class B Common Stock <sup>(5)</sup>	(5)	06/03/2021		C			1,500	(5)	(5)	Class A Common Stock	1,500	\$0	13,800	I	By Trust <sup>(3)</sup>

**Explanation of Responses:**

- Represents shares that were contributed by the Reporting Person to the Reporting Person's trust.
- Represents the shares received by the Reporting Person's trust.
- Shares are held by The Erika Rottenberg Revocable Trust.
- The sales reported were executed under the Reporting Person's 10b5-1 trading plan, dated as of 3/10/2020.
- 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/ Karyn Smith as attorney in fact for Reporting Person 06/07/2021

\*\* 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 Number.