SEC Form 4

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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

0	OMB Number: 3235-0287									
E:	Estimated average burden									
ho	ours per response:	0.5								

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

			or Section 30(n) of the investment Company Act of 1940						
1	ress of Reporting Pe	erson*	2. Issuer Name and Ticker or Trading Symbol <u>TWILIO INC</u> [TWLO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DONIO ELENA A.			<u></u> []	X	Director	10% Owner			
,				4	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
C/O TWILIO INC.			06/04/2021						
375 BEALE STREET, SUITE 300									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) SAN				X	Form filed by One Re	porting Person			
FRANCISCO	CA	94105			Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

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)3.4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	06/04/2021		С		500	Α	\$ <mark>0</mark>	12,018	D	
Class A Common Stock	06/04/2021		S ⁽¹⁾⁽²⁾		500	D	\$313.7	11,518	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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	of Expiration Date Derivative (Month/Day/Year) Securities Acquired		d 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	Amount or Number of Shares				
Class B Common Stock ⁽³⁾	(3)	06/04/2021		С			500	(3)	(3)	Class A Common Stock	500	\$0	18,252	D	

Explanation of Responses:

1. The sales reported were executed under the Reporting Person's 10b5-1 trading plan, dated as of 11/24/2020.

2. 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.

3. 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

<u>06/07/2021</u>

** 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.