

OMB APPROVAL	
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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

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* <u>Green Jeffrey Terry</u> (Last) (First) (Middle) <u>C/O THE TRADE DESK, INC.</u> <u>42 NORTH CHESTNUT STREET</u> (Street) <u>VENTURA CA 93001</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Trade Desk, Inc. [TTD]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <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) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2017</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	12/01/2017		A		45,372 ⁽¹⁾	A	\$0.00	144,772	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					
Employee Stock Option (Right to Buy)	\$48	12/01/2017		A		91,738 ⁽²⁾		(3)	12/01/2027	Class A Common Stock	\$0.00	91,738	D	

Explanation of Responses:

- On December 5, 2017, the Reporting Person filed a Form 4 which inadvertently reported that he had acquired 36,297 shares of issuer's common stock. In fact, as reported in this amendment, the Reporting Person acquired 45,372 shares of the issuer's common stock. The vesting schedule in the original Form 4 is accurate. The additional shares that were omitted from the original Form 4 were also omitted from two Form 4s filed by the Reporting Person after his original Form 4 was filed.
- On December 5, 2017, the Reporting Person filed a Form 4 which inadvertently reported that he acquired an option to purchase 73,066 shares of issuer's common stock. In fact, as reported in the amendment, the Reporting Person acquired an option to purchase 91,738 shares of issuer's common stock.
- On December 5, 2017, the Reporting Person filed a Form 4 which had an error in the reported vesting schedule. In fact, as reported in this amendment, the vesting schedule is as follows: "The option was granted on December 1, 2017, the vesting commencement date ("VCD"). The option vests over four years in increments on each monthly anniversary of the VCD according to the following schedule: an aggregate of 23,455 shares will vest during each of the calendar years 2018, 2019 and 2020 and an aggregate of 21,373 shares will vest during calendar year 2021, in each case, subject to continued employment with the issuer through the applicable vesting dates."

Remarks:

/s/ Vivian Yang, Attorney-in-Fact for Jeffrey Terry Green 01/16/2018

** 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 Number.