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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event Reported): May 23, 2018**



**THE TRADE DESK, INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**001-37879**  
(Commission File Number)

**27-1887399**  
(I.R.S. Employer Identification Number)

**42 N. Chestnut Street, Ventura, California 93001**  
(Address of Principal Executive Offices) (Zip Code)

**(805) 585-3434**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d 2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company [  ]

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. [  ]

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d)

On May 23, 2018, the Board of Directors (the “Board”) of The Trade Desk, Inc. (the “Company”) appointed Gokul Rajaram to the Board as a Class I director. Mr. Rajaram was appointed to a newly created vacancy on the Board resulting from an increase in the size of the Board from six (6) directors to seven (7) directors.

Mr. Rajaram currently leads Caviar, a food delivery service owned by Square (SQ), a technology company that provides tools for businesses. Before joining Square in July 2013, Mr. Rajaram was Product Director, Ads at Facebook (FB) from September 2010 to June 2013. Mr. Rajaram was Co-Founder and Chief Executive Officer of Chai Labs, a semantic technology startup, from December 2007 until its acquisition by Facebook in September 2010. Prior to Chai Labs, Mr. Rajaram served as Product Management Director for Google AdSense (GOOG) from January 2003 to November 2007. Mr. Rajaram served on the board of directors of publicly traded RetailMeNot (SALE) from October 2013 until it was taken private in May 2017. Mr. Rajaram holds an M.B.A. from the Massachusetts Institute of Technology Sloan School of Management, a M.S. in computer science from the University of Texas and a B. Tech in computer science from the Indian Institute of Technology Kanpur.

As a result of his appointment to the Board, Mr. Rajaram will be entitled to participate in the Company’s non-employee director compensation program (the “Program”). Pursuant to the Program, Mr. Rajaram will be entitled to receive annual cash compensation of \$45,000 for his service on the Board. Additionally, pursuant to the Program and under the Company’s Amended and Restated 2016 Incentive Award Plan, Mr. Rajaram will be eligible to receive (i) an initial equity grant valued at \$200,000, which he may elect to receive in the form of restricted stock, restricted stock units, stock options or a mix of one-half restricted stock or restricted stock units and one-half options, that will generally vest in substantially equal quarterly installments over the three-year period following the grant, and (ii) an annual equity grant of \$200,000, prorated from the date of our last annual meeting, which he may elect to receive in the form of restricted stock, restricted stock units, stock options or a mix thereof that will vest in quarterly installments over the one-year period following the grant or, if earlier, will vest in full on the date of our next annual meeting. The Company will also enter into an indemnification agreement with Mr. Rajaram in substantially the same form entered into with the other directors of the Company.

There are no arrangements or understandings between Mr. Rajaram, on the one hand, and any other persons, on the other hand, pursuant to which Mr. Rajaram was selected as a director. Mr. Rajaram is not a party to any transaction require to be disclosed pursuant to Item 4.04(a) of Regulation S-K.

**Item 7.01 Regulation FD Disclosure**

On May 30, 2018, the Company issued a press release announcing the appointment of Mr. Rajaram to the Board. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

The information in this Item 7.01 and Exhibit 99.1 attached hereto is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release, dated May 30, 2018</a>

## EXHIBIT INDEX

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99.1	<a href="#">Press Release, dated May 30, 2018</a>

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 30, 2018

THE TRADE DESK, INC.

By: /s/ Paul E. Ross  
Paul E. Ross  
Chief Financial Officer  
(Principal Financial and Accounting Officer)

### The Trade Desk Welcomes Gokul Rajaram to Its Board of Directors

LOS ANGELES, May 30, 2018 (GLOBE NEWSWIRE) – The Trade Desk, Inc. (Nasdaq:TTD), a global technology platform for buyers of advertising, today announced that Gokul Rajaram has joined its board of directors. Rajaram currently leads Caviar, Square's food ordering service, and serves on Square's executive team. Prior to Square, he served as Product Director of Ads at Facebook, where he helped Facebook transition its advertising business to become mobile-first. Earlier in his career, Rajaram served as a Product Management Director for Google AdSense, where he helped launch the product and grow it into a substantial portion of Google's business.

Rajaram currently serves as a board member of privately held Course Hero, Inc., an online learning platform. He previously served as a board member of publicly traded RetailMeNot, Inc. (SALE) from 2013 to 2017, prior to the company's acquisition by Harland Clarke.

"I am pleased to have Gokul join our board of directors," said Jeff Green, Founder and CEO of The Trade Desk. "Gokul's computer science experience and deep understanding of digital advertising add a valuable perspective and voice to our board. With large growth opportunities like the generational shift driving the convergence of internet and TV, and large markets like China just beginning to adopt programmatic, Gokul's counsel to the board will be invaluable."

"I am honored to join as a member of The Trade Desk Board of Directors during such a pivotal time," said Rajaram. "I believe there is no company better positioned for significant growth in the ad-funded, connected TV market than The Trade Desk. Coupling that with the opportunity in international markets that are only in the early stages of programmatic adoption makes this opportunity incredibly exciting. I look forward to contributing my expertise and perspective to Jeff, the board and The Trade Desk's leadership team."

Rajaram holds a bachelor's degree in Computer Science Engineering from the Indian Institute of Technology, Kanpur. He also holds an M.B.A. from The Massachusetts Institute of Technology and a Master of Computer Science from the University of Texas at Austin.

#### **About The Trade Desk, Inc.**

The Trade Desk™ is a technology company that empowers buyers of advertising. Through its self-service, cloud-based platform, ad buyers can create, manage, and optimize more expressive data-driven digital advertising campaigns across ad formats, including display, video, audio, native and, social, on a multitude of devices, such as computers, mobile devices, and connected TV. Integrations with major data, inventory, and publisher partners ensure maximum reach and decisioning capabilities, and enterprise APIs enable custom development on top of the platform. Headquartered in Ventura, CA, The Trade Desk has offices across North America, Europe, and Asia. To learn more, visit [thetradedesk.com](http://thetradedesk.com) or follow us on Facebook, Twitter, and LinkedIn.

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