

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>Paley Eric B</u> _____ (Last) (First) (Middle) <u>C/O THE TRADE DESK, INC.</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 10% Owner _____ Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2019</u>	
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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	01/22/2019		J ⁽¹⁾		52	D	\$49.44	31,881	D	
Class A Common Stock	03/01/2019		s ⁽²⁾		200	D	\$195.005 ⁽³⁾	31,681	D	
Class A Common Stock	03/01/2019		s ⁽²⁾		100	D	\$197.24	31,581	D	
Class A Common Stock	03/01/2019		s ⁽²⁾		200	D	\$199.485 ⁽⁴⁾	31,381	D	
Class A Common Stock								4,392	I	See Footnote ⁽⁵⁾
Class A Common Stock								12,822 ⁽⁶⁾	I	See Footnote ⁽⁷⁾

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					

Explanation of Responses:

- Cancellation of shares related to restricted stock award originally issued to the Reporting Person pursuant to the Issuer's Non-Employee Director Compensation Policy in lieu of cash compensation as a member of the Audit Committee and for which the Reporting Person no longer serves.
- The sales reported in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$194.87 to \$195.14, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$199.12 to \$199.85, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The reported securities are owned directly by Eric Paley 2015 Remainder Trust - GST Exempt Share (the "2015 Remainder Trust"). The Reporting Person is a beneficiary of the 2015 Remainder Trust.
- Represents a change in beneficial ownership in shares previously owned by each of the Eric Paley 2016 Annuity Trust and the Eric Paley 2017 Annuity Trust (collectively, the "Prior Trusts"). The shares held by the Prior Trusts were previously transferred to the Eric Paley 2018 Annuity Trust (the "2018 Annuity Trust").
- The reported securities are owned directly by the 2018 Annuity Trust. The Reporting Person is a beneficiary of the 2018 Annuity Trust.

Remarks:

/s/ Vivian Yang - Attorney-In-Fact for Eric B. Paley 03/05/2019

** 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.