

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* <u>Green Jeffrey Terry</u> (Last) (First) (Middle) C/O THE TRADE DESK, INC. 42 NORTH CHESTNUT STREET (Street) VENTURA CA 93001 (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) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2020	
	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 <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	02/25/2020		M		45,509	A	\$30.15	126,812	D	
Class A Common Stock	02/25/2020		M		2,918	A	\$33.17	129,730	D	
Class A Common Stock	02/25/2020		M		50,818	A	\$48	180,548	D	
Class A Common Stock	02/25/2020		M		14,940	A	\$142.45	195,488	D	
Class A Common Stock	02/25/2020		M		1,210	A	\$249.49	196,698	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						Title
Employee Stock Option (Right to Buy)	\$0.819	02/25/2020		M			29,607	(1)	01/19/2025	Class B Common Stock	29,607	\$0.00	0	D	
Class B Common Stock	\$0.00	02/25/2020		M		29,607		(2)	(2)	Class A Common Stock	29,607	\$0.00	3,790,153	D	
Employee Stock Option (Right to Buy)	\$3.696	02/25/2020		M			14,321	(3)	12/08/2020	Class B Common Stock	14,321	\$0.00	0	D	
Class B Common Stock	\$0.00	02/25/2020		M		14,321		(2)	(2)	Class A Common Stock	14,321	\$0.00	3,804,474	D	
Employee Stock Option (Right to Buy)	\$30.15	02/25/2020		M			45,509	(4)	12/22/2026	Class A Common Stock	45,509	\$0.00	11,058	D	
Employee Stock Option (Right to Buy)	\$33.17	02/25/2020		M			2,918	(5)	12/22/2021	Class A Common Stock	2,918	\$0.00	2,673	D	
Employee Stock Option (Right to Buy)	\$48	02/25/2020		M			50,818	(6)	12/01/2027	Class A Common Stock	50,818	\$0.00	40,920	D	
Employee Stock Option (Right to Buy)	\$142.45	02/25/2020		M			14,940	(7)	12/01/2028	Class A Common Stock	14,940	\$0.00	35,583	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	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$249.49	02/25/2020		M			1,210	(8)	12/09/2029	Class A Common Stock	1,210	\$0.00	27,450	D	

Explanation of Responses:

- The option was granted on January 20, 2015, the Vesting Commencement Date ("VCD"). One forty-eighth (1/48th) of the shares subject to the option vest on each monthly anniversary of the VCD, subject to continued employment with the Issuer through the applicable vesting dates.
- Each share of Class B Common Stock has no expiration date and is convertible for no additional consideration into one (1) share of Class A Common Stock at the option of the holder thereof at any time and upon certain other circumstances.
- The option was granted on December 9, 2015. The VCD is January 1, 2016. One forty-eighth (1/48th) of the shares subject to the option vest on each monthly anniversary of the VCD, subject to continued employment with the Issuer through the applicable vesting dates.
- The option was granted on December 23, 2016. The VCD is December 1, 2016. The option vests over four years in increments on each monthly anniversary of the VCD according to the following schedule: an aggregate of 14,433 shares will vest during each of the calendar years 2017, 2018 and 2019 and an aggregate of 13,268, shares will vest during calendar year 2020, in each case, subject to continued employment with the Issuer through the applicable vesting dates.
- The option was granted on December 23, 2016. The VCD is December 1, 2016. The option vests over four years in increments on each monthly anniversary of the VCD according to the following schedule: an aggregate of 2,042 shares will vest during each of the calendar years 2017, 2018 and 2019 and an aggregate of 3,207 shares will vest during calendar year 2020, in each case, subject to continued employment with the Issuer through the applicable vesting date.
- The option was granted on December 1, 2017, the 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.
- The option was granted on December 1, 2018, the VCD. The option vests over four years in increments on each monthly anniversary of the VCD according to the following schedule: an aggregate of 12,806 shares will vest during each of the calendar years 2019, 2020 and 2021 and an aggregate of 12,105 shares will vest during calendar year 2022, in each case, subject to continued employment with the Issuer through the applicable vesting dates.
- The option was granted on December 9, 2019, the VCD. The option vests over four years in increments on each monthly anniversary of the VCD according to the following schedule: an aggregate of 7,265 shares will vest during each of the calendar years 2020, 2021 and 2022 and an aggregate of 6,865 shares will vest during calendar year 2023, in each case, subject to continued employment with the Issuer through the applicable vesting dates.

Remarks:

/s/ Vivian Yang, Attorney in fact 02/27/2020
for Jeffrey Terry Green

** 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.

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