

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>Yang Vivian</u>			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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Legal Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/04/2019</u>					
C/O THE TRADE DESK, INC. 42 NORTH CHESTNUT STREET			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 Form filed by More than One Reporting Person		
(Street)								
VENTURA	CA	93001						
(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. 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	11/04/2019		C		1,263	A	\$0.00	43,727	D	
Class A Common Stock	11/04/2019		S <sup>(1)</sup>		1,263	D	\$205.5	42,464	D	
Class A Common Stock	11/04/2019		M		902	A	\$30.15	43,366	D	
Class A Common Stock	11/04/2019		S <sup>(1)</sup>		902	D	\$205.5	42,464	D	
Class A Common Stock	11/04/2019		M		875	A	\$48	43,339	D	
Class A Common Stock	11/04/2019		S <sup>(1)</sup>		875	D	\$205.5	42,464	D	
Class A Common Stock	11/04/2019		M		365	A	\$142.45	42,829	D	
Class A Common Stock	11/04/2019		S <sup>(1)</sup>		365	D	\$205.5	42,464	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)	\$18.03	11/04/2019		M			1,263	(2)	08/14/2026	Class B Common Stock	1,263	\$0.00	12,662	D	
Class B Common Stock	\$0.00	11/04/2019		M		1,263		(3)	(3)	Class A Common Stock	1,263	\$0.00	1,263	D	
Class B Common Stock	\$0.00	11/04/2019		C		1,263		(3)	(3)	Class A Common Stock	1,263	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$30.15	11/04/2019		M		902		(4)	12/22/2026	Class A Common Stock	902	\$0.00	11,730	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)	\$48	11/04/2019		M			875	(5)	12/01/2027	Class A Common Stock	875	\$0.00	21,887	D	
Employee Stock Option (Right to Buy)	\$142.45	11/04/2019		M			365	(6)	12/01/2028	Class A Common Stock	365	\$0.00	13,520	D	

**Explanation of Responses:**

- 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 option was granted on August 15, 2016, the Vesting Commencement Date ("VCD"). One-fourth (1/4th) of the shares subject to the option vest on the first anniversary of the VCD, with one forty-eighth (1/48th) of the shares subject to the original grant vesting on each monthly anniversary thereafter, 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 23, 2016. The VCD is December 1, 2016. One forty-eighth (1/48) of the shares subject to the option vest each monthly anniversary of the VCD, subject to continued employment with the Issuer through the applicable vesting dates.
- The option was granted on December 1, 2017, the VCD. One forty-eighth (1/48) of the shares subject to the option vest each monthly anniversary of the VCD, subject to continued employment with the Issuer through the applicable vesting dates.
- The option was granted on December 1, 2018, the VCD. One forty-eighth (1/48th) of the shares subject to the option vest each monthly anniversary of the VCD, subject to continued employment with the Issuer through the applicable vesting dates.

**Remarks:**

/s/ Paul E. Ross, Attorney-in-Fact for Vivian Yang      11/06/2019

\*\* 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.

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