SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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 [*] Leproust Emily M.		g Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>Twist Bioscience Corp</u> [TWST]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Leproust En</u>	<u>miy M.</u>			X	Director	10% Owner			
(Last)	(First)	(Middle)	Data of Earliest Transportion (Marsh/Dav/Mars)	x	Officer (give title below)	Other (specify below)			
. ,	IOSCIENCE	CORPORATION	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2020		President &	c CEO			
681 GATEWA	Y BLVD.								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fil	ing (Check Applicable			
SOUTH SAN	CA	94080		X	Form filed by One Re	eporting Person			
FRANCISCO			_		Form filed by More th Person	an One Reporting			
(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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(1150.4)	(1130.4)	
Common Stock	05/20/2020		S ⁽¹⁾		29,045	D	\$39.5385(2)	817,017 ⁽³⁾	D		
Common Stock	05/20/2020		S ⁽¹⁾		11,311	D	\$40.2063 ⁽⁴⁾	805,706	D		
Common Stock	05/20/2020		S ⁽¹⁾		600	D	\$41.07	805,106	D		
Common Stock	05/20/2020		F		3,007 ⁽⁵⁾	D	\$39.76	802,099	D		
Common Stock	05/21/2020		S ⁽¹⁾		500	D	\$37.7775(6)	801,599	D		
Common Stock	05/21/2020		S ⁽¹⁾		5,700	D	\$39.1706(7)	795,899	D		
Common Stock	05/21/2020		S ⁽¹⁾		8,238	D	\$39.8994 ⁽⁸⁾	787,661	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cais, warants, 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. Transa Code (8)		of Exp		6. Date Exerc Expiration Da (Month/Day/Y	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				

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.

2. Represents the weighted average sales price per share. The shares sold at prices ranging from \$38.90 to \$39.89 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

3. Includes shares that were acquired under the Issuer's Employee Stock Purchase Plan in a transaction that was exempt under both Rule 16b-3(d) and Rule 16b-3(c).

4. Represents the weighted average sales price per share. The shares sold at prices ranging from \$39.90 to \$40.85 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

5. Represents shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligation in connection with the vesting of certain Restricted Stock Units ("RSUs") previously granted to the Reporting Person. Such withholding is exempt from Section 16(b) pursuant to Rule 16b-3(e).

6. Represents the weighted average sales price per share. The shares sold at prices ranging from \$37.51 to \$38.11 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

7. Represents the weighted average sales price per share. The shares sold at prices ranging from \$38.52 to \$39.50 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

8. Represents the weighted average sales price per share. The shares sold at prices ranging from \$39.52 to \$40.18 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

Remarks:

/s/ William Solis, as Attorney-05/22/2020

in-Fact for Emily M. Leproust
** Signature of Reporting Person Date

** Signature of Reporting Person

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)(y).

 $^{\circ}$ 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.