STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person
Morken David A.,
C/O BANDWIDTH INC.
900 MAIN CAMPUS DRIVE, SUITE 100
RALEIGH NC 27606

2. Issuer Name and Ticker or Trading Symbol
Bandwidth Inc. [ BAND ]

3. Date of Earliest Transaction (Month/Day/Year)
06/24/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
X Director
X Officer (give title below)
Chairman & CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Amount of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>C</td>
<td>63,239</td>
<td>(1) 64,066</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>S(2)</td>
<td>7,600</td>
<td>$122,2138(3)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>S(2)</td>
<td>8,201</td>
<td>$122,9267(4)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>S(2)</td>
<td>15,161</td>
<td>$124,1882(5)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>S(2)</td>
<td>27,601</td>
<td>$125,0533(6)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/24/2020</td>
<td>S(2)</td>
<td>4,676</td>
<td>$125,74667(7)</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td>(1) 06/24/2020</td>
<td>C</td>
<td>63,239</td>
<td>(1) (1) Class A Common Stock 63,239</td>
<td>2,347,983</td>
<td>D</td>
<td>** Signature of Reporting Person</td>
<td>Date</td>
<td>**/W. Christopher Morken</td>
<td>Attorney-in-Fact for David A. 06/26/2020</td>
</tr>
</tbody>
</table>

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Explanation of Responses:
1. The shares of Class B common stock are convertible in to Class A common stock on a 1-to-1 ratio at the option of the holder and have no expiration date.
2. The sales reported in this Form 4 were effects pursuant to a Rule 10b5-1 trading plan.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $121.56 to $122.55. The reporting person undertakes to provide Bandwidth Inc. (the “Company”), any security holder of the Company, 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 range set forth in this footnote.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $122.59 to $123.56. The reporting person undertakes to provide the Company, any security holder of the Company, 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 range set forth in this footnote.
5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $123.60 to $124.59. The reporting person undertakes to provide the Company, any security holder of the Company, 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 range set forth in this footnote.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $124.60 to $125.59. The reporting person undertakes to provide the Company, any security holder of the Company, 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 range set forth in this footnote.
7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $125.60 to $126.27. The reporting person undertakes to provide the Company, any security holder of the Company, 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 range set forth in this footnote.

Remarks:

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).

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.