

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>Bartolo Anthony</u>			2. Issuer Name and Ticker or Trading Symbol <u>Bandwidth Inc. [BAND]</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) _____ Chief Operating Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2024</u>			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		
C/O BANDWIDTH INC. 2230 BANDMATE WAY			4. If Amendment, Date of Original Filed (Month/Day/Year)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		
(Street)	(City)	(State)	(Zip)					
<u>RALEIGH</u>	<u>NC</u>	<u>27607</u>						

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	07/01/2024		M		26,096	A	\$0	104,661	D	
Class A Common Stock	07/01/2024		M		9,043	A	\$0	113,704	D	
Class A Common Stock	07/01/2024		M		27,491	A	\$0	141,195	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					
Restricted Stock Units	(I)	07/01/2024		M			26,096	(2)	(2)	Class A Common Stock	\$0	26,096	D	
Restricted Stock Units	(I)	07/01/2024		M			9,043	(3)	(3)	Class A Common Stock	\$0	9,043	D	
Restricted Stock Units	(I)	07/01/2024		M			27,491	(4)	(4)	Class A Common Stock	\$0	38,487	D	

Explanation of Responses:

- Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of Bandwidth Inc. (the "Company") Class A Common Stock.
- On March 21, 2022, the Reporting Person was granted 104,384 RSUs, one fourth of which vested on the first and second anniversary of the date of grant and 26,096 of the remaining RSUs vested on July 1, 2024. Following the Reporting Person's last day of employment with the Company on July 1, 2024, the remaining 26,096 unvested RSUs were forfeited.
- On November 28, 2022, the Reporting Person was granted 36,171 RSUs, one third of which vested on the first anniversary of the date of grant, 3,014 RSUs vested on each of February 28, 2024 and May 28, 2024, and 9,043 of the remaining RSUs vested on July 1, 2024. Following the Reporting Person's last day of employment with the Company on July 1, 2024, the remaining 9,043 unvested RSUs were forfeited.
- On November 28, 2023, the Reporting Person was granted 65,978 RSUs, 27,491 RSUs vested on July 1, 2024. Following the Reporting Person's last day of employment with the Company on July 1, 2024, the remaining 38,487 unvested RSUs were forfeited.

Remarks:

/s/ Leah Webb, Attorney-in-Fact for Anthony F. Bartolo 07/03/2024
 ** 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.