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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>DeHoff Kate</u> _____ (Last) (First) (Middle) <u>C/O JOBY AVIATION, INC.</u> <u>333 ENCINAL STREET</u> _____ (Street) <u>SANTA CRUZ CA 95060</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Joby Aviation, Inc. [ JOBY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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			
Common Stock	02/12/2024		M		485	A	\$0	168,075	D	
Common Stock	02/12/2024		M		521	A	\$0	168,596	D	
Common Stock	02/12/2024		M		799	A	\$0	169,395	D	
Common Stock	02/12/2024		M		3,010	A	\$0	172,405	D	
Common Stock	02/12/2024		M		1,979	A	\$0	174,384	D	
Common Stock	02/14/2024		S <sup>(1)</sup>		2,605	D	\$6.03	171,779	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				
Restricted Stock Units (RSUs)	\$0	02/12/2024		A		28,744		(2)	(2)	Common Stock	28,744	\$0	28,744	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		A		132,890		(3)	(3)	Common Stock	132,890	\$0	132,890	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		A		132,890		(4)	(4)	Common Stock	132,890	\$0	132,890	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		M		485		(5)	(5)	Common Stock	485	\$0	969	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		M		521		(5)	(5)	Common Stock	521	\$0	1,042	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		M		799		(5)	(5)	Common Stock	799	\$0	1,598	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		M		3,010		(5)	(5)	Common Stock	3,010	\$0	6,018	D	
Restricted Stock Units (RSUs)	\$0	02/12/2024		M		1,979		(5)	(5)	Common Stock	1,979	\$0	3,957	D	

**Explanation of Responses:**

- Represents the aggregate number of shares sold by the Reporting Person to cover taxes due upon the release and settlement of the RSUs, as required by the terms of the RSU award.
- Represents an award of restricted stock units ("RSUs"). Between 0% and 125% of the award will vest in equal installments on each of on January 14, 2025, February 10, 2025, March 4, 2025 and April 7, 2025, based on the achievement of specified goals under the Joby Aviation, Inc. 2024 Performance Award Program and subject to the Reporting Person's continued service through the applicable vesting date. Each RSU represents the contingent right to receive one share of Common Stock upon vesting.
- Represents an award of restricted stock units ("RSUs") that vest in 16 equal installments on the quarterly anniversary of January 1, 2024, subject to the Reporting Person's continued service through the applicable vesting date. Each RSU represents the contingent right to receive one share of Common Stock upon vesting.

4. Represents an award of restricted stock units ("RSUs"). Between 0% and 125% of the award will vest in three equal annual installments on the anniversary of February 12, 2024, based on the achievement of specified goals under the Joby Aviation, Inc. 2024 Performance Award Program and subject to the Reporting Person's continued service through the applicable vesting date. Each RSU represents the contingent right to receive one share of Common Stock upon vesting.

5. Represents an award of restricted stock units ("RSUs") that vest in equal installments on each of January 16, 2024, February 12, 2024, March 11, 2024 and April 16, 2024, subject to the Reporting Person's continued service through the applicable vesting date. Each RSU represents the contingent right to receive one share of Common Stock upon vesting.

**Remarks:**

General Counsel and Corporate Secretary

/s/ Sarah Slayen, Attorney-in-Fact 02/14/2024  
for Kate Dehoff

\*\* 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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