SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

☐ 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.

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 *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Bevirt JoeBen	Joby Aviation, Inc. [JOBY]	X Director; 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below); Other (specify below)
C/O JOBY AVIATION, INC.	10/01/2026	CEO and Chief Architect
333 ENCINAL STREET	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		X Form filed by One Reporting Person
SANTA CRUZ CA 95060		Form filed by More than One Reporting Person
(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			
Common Stock	10/01/2026		M		12,978	A	$0	252,649	D	
Common Stock	10/01/2026		M		17,659	A	$0	270,308	D	
Common Stock	10/02/2026		S[1]		15,789	D	$5.95	254,519	D	
Common Stock								57,207,377	I	By Joby Trust[2]
Common Stock								31,678,802	I	By JoeBen Bevirt 2020 Descendants Trust[3]
Common Stock								155,737	I	By Jennifer Barchas Trust[4]
Common Stock								189,109	I	By Spouse[5]

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	10/01/2026		M			12,978	(6)	(6)	Common Stock	12,978	$0	64,888	D	
Restricted Stock Units (RSUs)	$0	10/01/2026		M			17,659	(7)	(7)	Common Stock	17,659	$0	300,201	D	

Explanation of Responses:

1. 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.

2. The shares of common stock are held of record by The Joby Trust. The Reporting Person is the trustee of the Joby Trust and may be deemed to be the beneficial owner of such shares.

3. The shares of common stock are held of record by the JoeBen Bevirt 2020 Descendants Trust, dated December 26, 2020 (the "Descendants Trust"). The Reporting Person is the trustee of the Decendants Trust and may be deemed to be the beneficial owner of such shares.

4. The shares of common stock are held of record by The Jennifer Barchas Trust (the "Barchas Trust"). The spouse of the Reporting Person has voting and dispositive power of the shares held by The Barchas Trust therefore may be deemed to be the beneficial owner of such shares to the extent of her pecuniary interest.

5. The shares of common stock are held of record by the spouse of the Reporting Person.

6. 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.

7. Represents an award of restricted stock units ("RSUs") that vests with respect to 5% of the total number of RSUs on each of the first four quarterly anniversaries of January 1, 2026 and as to 10% of the total number of RSUs on each quarterly anniversary thereafter, 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:

/s/ Sarah Slayen, Attorney-in-Fact for JoeBen Bevirt	10/05/2026
** 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.