TWITTER, INC. Form 4

November 19, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Baratta Luca		ing Person *	2. Issuer Name and Ticker or Trading Symbol TWITTER, INC. [TWTR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
1355 MARK 900	ET STREET	, SUITE	11/17/2014	Officer (give title Other (specify below) VP, Finance and Accounting Off		
	(Street)		4 If Amondment Data Original	,		
	(Silect)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
SAN FRAN	CISCO, CA 9	94103	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) ((Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly 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 on(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	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	11/17/2014		A(1)	818	A	\$ 22.1	346,367	D (2)	
Common Stock	11/17/2014		M(3)	2,648	A	\$ 1.83	349,015	D (2)	
Common Stock	11/17/2014		S(3)	2,648	D	\$ 41.43	346,367	D (2)	
Common Stock	11/17/2014		S(3)	818	D	\$ 41.43	345,549	D (2)	
Common Stock	11/18/2014		M	2,562	A	\$ 1.83	348,111	D (2)	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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 on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.83	11/17/2014		M	2,648	<u>(4)</u>	11/22/2020	Common Stock	2,648
Employee Stock Option (right to buy)	\$ 1.83	11/18/2014		M	2,562	<u>(4)</u>	11/22/2020	Common Stock	2,562

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Baratta Luca			VP, Finance				
1355 MARKET STREET, SUITE 900			and Accounting				
SAN FRANCISCO, CA 94103			Off				

Signatures

/s/ Sean Edgett,	11/19/2014
Attorney-in-Fact	11/13/2014

**Signature of Reporting Person Date

Reporting Owners 2

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Explanation of Responses:

- * 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).
- (1) Represents the acquisition of shares under the Twitter, Inc. 2013 Employee Stock Purchase Plan.
- (2) Of the reported shares 298,690 shares are represented by RSUs.
- (3) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
 - An option to purchase 250,000 shares was granted on November 23, 2010 and was exercised in part prior to the date on which the
- (4) Reporting Person became subject to section 16. One-fourth of the shares subject to the option vested on November 15, 2011 and one forty-eighth of the shares vest monthly thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.