

**TWITTER, INC.**  
Reported by  
**J.P. MORGAN DIGITAL GROWTH FUND L.P.**

**FORM 3**  
(Initial Statement of Beneficial Ownership)

Filed 11/06/13 for the Period Ending 11/06/13

Address	1355 MARKET STREET, SUITE 900 San Francisco, CA 94103
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# FORM 3

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 *  <b>J.P. Morgan Digital Growth Fund L.P.</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>11/6/2013</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>TWITTER, INC. [TWTR]</b>
(Last) (First) (Middle)  <b>C/O JP MORGAN INVESTMENT MANAGEMENT INC., 270 PARK AVENUE</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below)                      Other (specify below)	
(Street)  <b>NEW YORK, NY 10017</b>  (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Stock</b>	<b>6652126</b>	<b>I</b>	<b>See footnote (1)</b>
<b>Common Stock</b>	<b>4994364</b>	<b>I</b>	<b>See footnote (2)</b>

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Series A Preferred Stock</b>	(3)	(3)	<b>Common Stock</b>	<b>18320186</b>	(3)	<b>I</b>	<b>See footnote (4)</b>
<b>Series A Preferred Stock</b>	(3)	(3)	<b>Common Stock</b>	<b>11755</b>	(3)	<b>I</b>	<b>See footnote (5)</b>
<b>Series B Preferred Stock</b>	(6)	(6)	<b>Common Stock</b>	<b>315164</b>	(6)	<b>I</b>	<b>See footnote (7)</b>
<b>Series C Preferred Stock</b>	(8)	(8)	<b>Common</b>	<b>2812757</b>	(8)	<b>I</b>	<b>See footnote (9)</b>

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
			<b>Stock</b>				
<b>Series C Preferred Stock</b>	(8)	(8)	<b>Common Stock</b>	<b>393672</b>	(8)	<b>I</b>	<b>See footnote (10)</b>
<b>Series D Preferred Stock</b>	(11)	(11)	<b>Common Stock</b>	<b>944459</b>	(11)	<b>I</b>	<b>See footnote (12)</b>
<b>Series D Preferred Stock</b>	(11)	(11)	<b>Common Stock</b>	<b>1734738</b>	(11)	<b>I</b>	<b>See footnote (13)</b>
<b>Series E Preferred Stock</b>	(14)	(14)	<b>Common Stock</b>	<b>3435699</b>	(14)	<b>I</b>	<b>See footnote (15)</b>
<b>Series E Preferred Stock</b>	(14)	(14)	<b>Common Stock</b>	<b>1001832</b>	(14)	<b>I</b>	<b>See footnote (16)</b>
<b>Series G-1 Preferred Stock</b>	(17)	(17)	<b>Common Stock</b>	<b>8233068</b>	(17)	<b>I</b>	<b>See footnote (18)</b>

**Explanation of Responses:**

- (1) Represents shares of common stock held by Institutional Associates Fund, LLC ("IAF"). J.P. Morgan Digital Growth Fund L.P. ("DGF") is the majority member of RTLC, LLC, a member-managed limited liability company. In order to make certain dispositions of its securities, IAF is required to obtain the consent of RTLC, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (2) Represents shares of common stock held by RTLC II, LLC, a member-managed limited liability company. DGF is the majority member of RTLC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (3) The Series A preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series A preferred stock will automatically convert into shares of common stock of the Issuer.
- (4) Represents shares of Series A preferred stock held by IAF. DGF is the majority member of RTLC, LLC, a member-managed limited liability company. In order to make certain dispositions of its securities, IAF is required to obtain the consent of RTLC, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (5) Represents shares of Series A preferred stock held by RTLC II, LLC, a member-managed limited liability company. DGF is the majority member of RTLC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (6) The Series B preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series B preferred stock will automatically convert into shares of common stock of the Issuer.
- (7) Represents shares of Series B preferred stock held by RTLC II, LLC, a member-managed limited liability company. DGF is the majority member of RTLC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (8) The Series C preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series C preferred stock will automatically convert into shares of common stock of the Issuer.
- (9) Represents shares of Series C preferred stock held by IAF. DGF is the majority member of RTLC, LLC, a member-managed limited liability company. In order to make certain dispositions of its securities, IAF is required to obtain the consent of RTLC, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (10) Represents shares of Series C preferred stock held by RTLC II, LLC, a member-managed limited liability company. DGF is the majority member of RTLC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- (11) The Series D preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series D preferred stock will automatically convert into shares of common stock of the Issuer.

- ( 12) Represents shares of Series D preferred stock held by IAF. DGF is the majority member of RTALC, LLC, a member-managed limited liability company. In order to make certain dispositions of its securities, IAF is required to obtain the consent of RTALC, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- ( 13) Represents shares of Series D preferred stock held by RTALC II, LLC, a member-managed limited liability company. DGF is the majority member of RTALC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- ( 14) The Series E preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series E preferred stock will automatically convert into shares of common stock of the Issuer.
- ( 15) Represents shares of Series E preferred stock held by IAF. DGF is the majority member of RTALC, LLC, a member-managed limited liability company. In order to make certain dispositions of its securities, IAF is required to obtain the consent of RTALC, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- ( 16) Represents shares of Series E preferred stock held by RTALC II, LLC, a member-managed limited liability company. DGF is the majority member of RTALC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.
- ( 17) The Series G-1 preferred stock is convertible into common stock on a one-for-one basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series G-1 preferred stock will automatically convert into shares of common stock of the Issuer.
- ( 18) Represents shares of Series G-1 preferred stock held by RTALC II, LLC, a member-managed limited liability company. DGF is the majority member of RTALC II, LLC. DGF disclaims pecuniary interest in such shares except to the extent of its economic interest.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>J.P. Morgan Digital Growth Fund L.P.</b> <b>C/O JP MORGAN INVESTMENT MANAGEMENT INC.</b>  <b>270 PARK AVENUE</b> <b>NEW YORK, NY 10017</b>		<b>X</b>		

#### Signatures

/s/ Tyler Jayroe, J.P. Morgan Digital Growth Fund L.P., By: J.P. Morgan Investment Management Inc., By:  
Tyler Jayroe, Executive Director

11/6/2013

\*\* 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 5(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).

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