

TWITTER, INC.

Reported by
BARATTA LUCA

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/24/14 for the Period Ending 10/22/14

Address	1355 MARKET STREET, SUITE 900 San Francisco, CA 94103
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FORM 4

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

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[] Check this box if no
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Form 4 or Form 5
obligations may continue.
See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Baratta Luca	TWITTER, INC. [TWTR]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP, Finance and Accounting Off
(Last) (First) (Middle) 1355 MARKET STREET, SUITE 900	3. Date of Earliest Transaction (MM/DD/YYYY) 10/22/2014	
(Street) SAN FRANCISCO, CA 94103	4. 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
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/22/2014		M ⁽¹⁾		417	A	\$1.83	361757	D ⁽²⁾	
Common Stock	10/22/2014		S ⁽¹⁾		417	D	\$51.1	361340	D ⁽²⁾	
Common Stock	10/23/2014		M		5209	A	\$1.83	366549	D ⁽²⁾	
Common Stock	10/23/2014		S ⁽¹⁾		10000 ⁽⁴⁾	D	\$49.916	356549	D ⁽²⁾	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Employee Stock Option (right to buy)	\$1.83	10/22/2014		M (1)		417	(3)	11/22/2020	Common Stock	417	\$0	417	D	
Employee Stock Option (right to buy)	\$1.83	10/23/2014		M		5209	(5)	11/22/2020	Common Stock	5209	\$0	5210	D	

Explanation of Responses:

- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- (2) Of the reported shares 309,690 shares are represented by RSUs.
- (3) An option to purchase 20,000 shares was granted on November 23, 2010 and was exercised in part prior to the date on which the Reporting Person became subject to section 16. One-fourth of the shares subject to the option vested on November 22, 2011 and one forty-eight of the shares vest monthly thereafter.
- (4) The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from

\$49.73 to \$50.17 per share. The Reporting Person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- (5) 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 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.

Reporting Owners

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

Signatures

/s/ Sean Edgett, Attorney-in-Fact

10/24/2014

** 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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