Kaiden Robert Form 4 November 02, 2018

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person * Kaiden Robert

(First)

Symbol

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading

TWITTER, INC. [TWTR]

(Month/Day/Year)

3. Date of Earliest Transaction

11/01/2018

X_ Officer (give title below)

Issuer

10% Owner Other (specify

Chief Accounting Officer

(Check all applicable)

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

C/O TWITTER, INC., 1355 MARKET STREET, SUITE 900

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

SAN FRANCISCO, CA 94103

(State)

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

| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | Execution Date, if | 3. 4. Securities Acquired (A) Transaction Disposed of (D) | | | 5. Amount of Securities | 6. Ownership | 7. Nature of Indirect | |
|---------------------|--------------------------------------|----------------------|---|------------|-------|-------------------------|---------------------------------|-----------------------|-------------------------|
| (Instr. 3) | | any (Month/Day/Year) | Code (Instr. 8) | (Instr. 3, | 4 and | 5) | Beneficially Owned | Form: Direct (D) | Beneficial Ownership |
| | | (manual uji reur) | (2115127-0) | | | | Following | or Indirect | (Instr. 4) |
| | | | | | (A) | | Reported | (I) | |
| | | | | | or | | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| | | | Code V | Amount | (D) | Price | (msu. 5 and 4) | | |
| Common | | | | | | \$ | | | See |
| Stock | 11/01/2018 | | S(1) | 2,374 | D | 34.0344 (2) | 147,790 <u>(3)</u> | I | footnote (4) |

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

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

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| 1. | Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|----|-----------|-------------|---------------------|--------------------|------------|-------------|------------------|-------------|--------------|----------|-------------|--------|
| D | erivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration D | ate | Amou | ınt of | Derivative | Deriv |
| S | ecurity | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (I | nstr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | ities | (Instr. 5) | Bene |
| | | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | | Security | | | | Acquired | | | | | | Follo |
| | | • | | | | (A) or | | | | | | Repo |
| | | | | | | Disposed | | | | | | Trans |
| | | | | | | of (D) | | | | | | (Instr |
| | | | | | | (Instr. 3, | | | | | | ` |
| | | | | | | 4, and 5) | | | | | | |
| | | | | | | , , | | | | | | |
| | | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | | |
| | | | | | | | Exercisable Date | - | Title Number | | | |
| | | | | | | Lacicisable | Dute | | of | | | |
| | | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kaiden Robert C/O TWITTER, INC. 1355 MARKET STREET, SUITE 900 SAN FRANCISCO, CA 94103

Chief Accounting Officer

Signatures

/s/ Sean Edgett, Attorney-in-Fact

11/02/2018

**Signature of Reporting Person

Date

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).
- Represents the number of shares required to be sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of RSUs. This sale is mandated by the Issuer's election under its equity incentive plans to require the satisfaction of tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the Reporting Person.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$34.0318 to \$34.0618 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.
- (3) Of the reported shares 142,015 shares are represented by RSUs.
- (4) 2,073 shares are held of record by the Kaiden Family Trust Agreement, for which the Reporting Person serves as trustee.

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.

Reporting Owners 2