TWITTER, INC. Form 4 August 27, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

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

obligations

January 31, Expires:

2005 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(State)

(Zin)

(Print or Type Responses)

| 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|--|--|--|--|
| TWITTER, INC. [TWTR] | (Check all applicable) | | | |
| 3. Date of Earliest Transaction | | | | |
| (Month/Day/Year) | Director 10% Owner | | | |
| 07/30/2014 | Officer (give title Other (specification) below) | | | |
| 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| | Symbol TWITTER, INC. [TWTR] 3. Date of Earliest Transaction (Month/Day/Year) 07/30/2014 4. If Amendment, Date Original | | | |

| (City) | (State) | Tab | Derivative | red, 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) | omr Dispos (Instr. 3, 4 | ed of (| ` ′ | 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) |
| Common Stock | 07/30/2014 | | J(1) | Amount 2,916 | A | \$ 0 | 2,916 | D | |
| Common Stock | 08/25/2014 | | M | 40,000 | A | \$ 1.83 | 42,916 | D | |
| Common Stock | 08/25/2014 | | S | 40,000 (3) | D | \$ 45.8047 | 2,916 | D | |

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

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number.

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. Transactic Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration D (Month/Day/ | ate | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|---|---|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 1.83 | 08/25/2014 | | M | 40,000 | (2) | 11/20/2020 | Common Stock | 40,000 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CURRIE PETER L S 1355 MARKET STREET, SUITE 900 SAN FRANCISCO, CA 94103

Signatures

/s/ Sean Edgett, Attorney-in-Fact

08/27/2014

**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).
- (1) Represents the receipt of shares from a pro rata in-kind distribution of Common Stock of the Issuer by Horowitz Andreessen Angel Fund I, LLC without consideration to its limited partners.
- (2) One-fourth of the shares subject to the option vested on November 18, 2011 and 1/48th of the shares vest monthly thereafter.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$45.72 to \$45.89 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.

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.

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