TWITTER, INC. Form 4 April 20, 2017

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

Form 4 or Form 5

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

2005 Estimated average burden hours per

obligations may continue. See Instruction

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

0.5 response...

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * Williams Evan Clark			2. Issuer Name <b>and</b> Ticker or Trading Symbol TWITTER, INC. [TWTR]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
	(First) ER, INC., 13: TREET, SUI		3. Date of Earliest Transaction (Month/Day/Year) 04/18/2017	X Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
SAN FRANCISCO, CA 94103				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative S	Securi	ties Acquire	ed, Disposed of, o	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. Transactic Code (Instr. 8)	4. Securitie onDisposed o (Instr. 3, 4	f(D)	uired (A) or	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	04/18/2017		$S_{\underline{(1)}}$	1,478	D D	\$ 14.4354 (2)	468,178	I	See footnote (3)
Common Stock	04/19/2017		S <u>(1)</u>	1,478	D	\$ 14.6048 ( <u>4)</u>	466,700	I	See footnote (3)
Common Stock	04/18/2017		S <u>(1)</u>	1,584	D	\$ 14.4354 (2)	501,968	I	See footnote (5)
Common Stock	04/19/2017		S(1)	1,584	D	\$ 14.6048	500,384	I	See footnote

#### Edgar Filing: TWITTER, INC. - Form 4

					<u>(4)</u>			(5)
Common Stock	04/18/2017	S <u>(1)</u>	14,955	D	\$ 14.4354 (2)	4,738,203	I	See footnote (6)
Common Stock	04/19/2017	S <u>(1)</u>	14,955	D	\$ 14.6048 (4)	4,723,248	I	See footnote (6)
Common Stock	04/18/2017	S <u>(1)</u>	9,173	D	\$ 14.4354 (2)	2,906,274	D	
Common Stock	04/19/2017	S <u>(1)</u>	9,173	D	\$ 14.6048 (4)	2,897,101	D	
Common Stock	04/18/2017	S <u>(1)</u>	109,310	D	\$ 14.4354 (2)	34,631,651	I	See footnote (7)
Common Stock	04/19/2017	S <u>(1)</u>	109,310	D	\$ 14.6048 (4)	34,522,341	I	See footnote (7)
Common Stock	04/18/2017	S <u>(1)</u>	100	D	\$ 14.435	18,914	I	See footnote (8)
Common Stock	04/19/2017	S <u>(1)</u>	100	D	\$ 14.48	18,814	I	See footnote (8)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Title and Amount of Underlying Securities (Instr. 3 and	8. Price of Derivative Security (Instr. 5)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amou	ınt	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Number of Shares

### **Reporting Owners**

Reporting Owner Name / Address Relationships

X

Director 10% Owner Officer Other

Williams Evan Clark C/O TWITTER, INC. 1355 MARKET STREET, SUITE 900 SAN FRANCISCO, CA 94103

# **Signatures**

/s/ Sean Edgett,
Attorney-in-Fact
04/20/2017

\*\*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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted 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 \$14.28 to \$14.545 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) The shares are held of record by Green Monster Trust dated November 7, 2012, for which the Goldman Sachs Trust Company serves as trustee.
- The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$14.45 to \$14.785 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) The shares are held of record by The Family Trust under the Williams 2010 Qualified Annuity Trust 1 dated August 31, 2010, for which the Reporting Person's spouse serves as trustee.
- (6) The shares are held of record by the Article IV Family Trust Under Williams 2010 Qualified Annuity Trust 5, for which the Reporting Person's spouse and the Goldman Sachs Trust Company serve as co-trustees.
- (7) The shares are held of record by Obvious, LLC, for which the Reporting Person serves as the sole member.
- (8) The shares are held of record by the Reporting Person's spouse.

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 3