

Montano Michael
Form 3
July 27, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Montano Michael

(Last) (First) (Middle)

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

(Street)

SAN
FRANCISCO, CA 94103

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/19/2018

3. Issuer Name and Ticker or Trading Symbol
TWITTER, INC. [TWTR]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
VP, Engineering

6. Individual or Joint/Group Filing (Check Applicable Line)
☒ Form filed by One Reporting Person
☐ 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)

Common Stock

522,556 ⁽¹⁾ ⁽²⁾

D

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Montano Michael C/O TWITTER, INC. 1355 MARKET STREET, SUITE 900 SAN FRANCISCO, CA 94103	Â	Â	Â VP, Engineering	Â

Signatures

/s/ Sean Edgett,
Attorney-in-Fact

07/27/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

Of the reported shares, 491,292 shares are represented by restricted stock units ("RSUs") of which (1) 3,600 shares subject to the RSUs vest at 1,200 shares quarterly with the next vest date on October 1, 2018; (2) 6,250 shares subject to the RSUs vest at 625 shares quarterly with the next vest date on August 1, 2018; (3) 27,645 shares subject to the RSUs vest at 50% on August 1, 2018 and November 1, 2018;

(1) (4) 1,000 shares subject to the RSUs vest at 25% with the first vest date on February 1, 2019; (5) 3,640 shares subject to the RSUs vest at 25% with the first vest date on February 1, 2020; (6) 227,500 shares subject to the RSUs vest as follows: 25% of 35,000 RSUs will vest on each of August 1 and November 1, 2018, 25% of 105,000 RSUs will vest on each of February 1, May 1, August 1 and November 1, 2019 and 25% of 105,000 RSUs will vest on each of February 1, May 1, August 1 and November 1, 2020; (continued in next footnote)

(7) 95,780 shares subject to the RSUs vest as follows: 33.33% of 8,127 RSUs will vest each of August 1 and November 1, 2018, 25% of 7,103 RSUs will vest each of February 1, May 1, August 1 and November 1, 2019, 25% of 5,170 RSUs will vest each of February 1, May 1, August 1 and November 1, 2020, 25% of 52,059 RSUs will vest each of February 1, May 1, August 1 and November 1, 2021 and 25% of 26,030 RSUs will vest each of February 1, May 1, August 1 and November 1, 2022; and (8) 125,877 shares subject to the RSUs vest as follows: 25% of 56,863 RSUs will vest each of February 1, May 1, August 1 and November 1, 2020, 25% of 50,350 RSUs will vest each of February 1, May 1, August 1 and November 1, 2021 and 25% of 18,664 RSUs will vest each of February 1, May 1, August 1 and November 1, 2022.

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Remarks:

Exhibit 24 - Power of Attorney

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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