RTLC Management V, LLC
Form 4
May 08, 2014

FORM 4

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

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 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
RTLC Management, LLC

(Last) (First) (Middle)

260 EAST BROWN STREET, SUITE 380

(Street)

BIRMINGHAM, MI 48009

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/06/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, 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)		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	05/06/2014		J(1)		7,704,685	D	$ 0	0	I	See footnote (2)
Common Stock	05/06/2014		J(1)		2,981,151	D	$ 0	0	I	See footnote (3)
Common Stock	05/06/2014		J(1)		32,165,227	D	$ 0	0	I	See footnote (4)
Common Stock	05/06/2014		J(1)		1,056,557	D	$ 0	0	I	See footnote

(5)

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

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SEC 1474 (9-02)

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. Transaction 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 (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RTLC Management, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		X		
Giampetroni John 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		X		
RIZVI SUHAIL 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		X		
Compliance Matter Services, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		X		
Institutional Associates Fund II, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		X		
		X		

Institutional Associates Fund, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009		
IAF Manager, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009	X	
RT Treetops, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009	X	
RTLC Management V, LLC 260 EAST BROWN STREET, SUITE 380 BIRMINGHAM, MI 48009	X	

Signatures

/s/ Viqar Shariff, Vice President, RTLC Management, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ John Giampetroni	05/08/2014
**Signature of Reporting Person	Date
/s/ Suhail Rizvi	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Manager of Compliance Matter Services, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Manager of Institutional Associates Fund II, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Sole Member of IAF Manager, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Sole Member of IAF Manager, LLC, the Manager of Institutional Associates Fund, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Sole Member of RTLC Management V, LLC	05/08/2014
**Signature of Reporting Person	Date
/s/ Viqar Shariff, Vice President of RTLC Management, LLC, the Sole Member of RTLC Management V, LLC, the Manager of RT Treetops, LLC	05/08/2014
**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)

Transactions reported on this form represent pro rata liquidating distributions, and not a purchase or sale of securities, by RTLC Management, LLC, Compliance Matter Services, LLC, Institutional Associates Fund II, LLC, Institutional Associates Fund, LLC and RT Treetops, LLC to their respective members without consideration.

(2) Shares held directly by Compliance Matter Services, LLC. RTLC Management, LLC (the manager of Compliance Matter Services, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTLC Management, LLC) have sole voting and investment power over the securities held by Compliance Matter Services, LLC. Such persons and entities disclaim beneficial ownership of shares held by Compliance Matter Services, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(3) Shares held directly by Institutional Associates Fund II, LLC. RTLC Management, LLC (the manager of Institutional Associates Fund II, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTLC Management, LLC) have sole voting and investment power over the securities held by Institutional Associates Fund II, LLC. Such persons and entities disclaim beneficial ownership of shares held by Institutional Associates Fund II, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(4) Shares held directly by Institutional Associates Fund, LLC. RTLC Management, LLC (the sole member of IAF Manager, LLC, which is the manager of Institutional Associates Fund, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTLC Management, LLC) have sole voting and shared investment power over the securities held by Institutional Associates Fund, LLC. Such persons and entities disclaim beneficial ownership of shares held by Institutional Associates Fund, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(5) Shares held directly by RT Treetops, LLC. RTLC Management, LLC (the sole member of RTLC Management V, LLC, which is the manager of RT Treetops, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTLC Management, LLC) have sole voting and shared investment power over the securities held by RT Treetops, LLC. Such persons and entities disclaim beneficial ownership of shares held by RT Treetops, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

Remarks:

This report is filed as one of three to report related transactions for the following filers: RTLC Management, LLC; John Giamp

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