

RTLC Management V, LLC
 Form 4
 May 08, 2014

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 260 EAST BROWN STREET,
 SUITE 380

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

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

(Street)
 BIRMINGHAM, MI 48009

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

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

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

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(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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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 X
BIRMINGHAM, MI 48009

RT Treetops, LLC
260 EAST BROWN STREET, SUITE 380 X
BIRMINGHAM, MI 48009

RTLC Management V, LLC
260 EAST BROWN STREET, SUITE 380 X
BIRMINGHAM, MI 48009

Signatures

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

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Transactions reported on this form represent pro rata liquidating distributions, and not a purchase or sale of securities, by RTAL 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. RTAL Management, LLC (the manager of Compliance Matter Services, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTAL 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. RTAL Management, LLC (the manager of Institutional Associates Fund II, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTAL 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. RTAL 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 RTAL 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. RTAL Management, LLC (the sole member of RTAL Management V, LLC, which is the manager of RT Treetops, LLC), and John Giampetroni and Suhail Rizvi (the managers of RTAL 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: RTAL Management, LLC; John Giamp

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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