

CHARTER OF THE RISK COMMITTEE
OF THE BOARD OF DIRECTORS OF
TWITTER, INC.

(Adopted on February 28, 2021)

PURPOSE

The purpose of the Risk Committee is to assist the Board of Directors (the “**Board**”) of Twitter, Inc. (the “**Company**”) in fulfilling its responsibilities for overseeing:

- The Company’s risk management infrastructure, framework and activities.
- Periodic review of major risk exposures and the steps taken to monitor and control those exposures, with particular responsibility for overseeing designated areas of risk that are not the primary responsibility of another committee of the Board, or retained by the Board’s direct oversight.

COMPOSITION

1. Membership and Appointment. The Risk Committee shall consist of at least three non-employee members of the Board, a majority of whom shall be independent. Members of the Risk Committee shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee and shall serve at the discretion of the Board.
2. Chairperson. The Board may designate a chairperson of the Risk Committee. In the absence of that designation, the Risk Committee may designate a chairperson by majority vote of the Risk Committee members.

RESPONSIBILITIES

Risk assessment and risk management are the responsibility of the Company’s management. The Risk Committee’s responsibility in this regard is one of oversight and review. The following are the principal recurring responsibilities of the Risk Committee. The Risk Committee may perform such other functions as are consistent with its purpose and applicable law, rules and regulations or as the Board may request.

1. Oversight, evaluation and communication
 - Review the Company’s risk governance framework, risk assessment and risk management practices, and the guidelines, policies and processes for risk assessment and risk management.
 - Review with management the categories of risk the Company faces, including any risk concentrations and risk interrelationships, as well as the likelihood of occurrence, the potential impact of those risks and mitigating measures, as well as emerging risks that have the potential to be significant risks.
 - Review management’s implementation of its risk policies and procedures to assess their effectiveness.

2. Consider and, as appropriate, receive periodic reports on, among other things:
 - The allocation of resources to risk management programs, including personnel, financial and technology.
 - The management of enterprise-wide risks, including the tracking, reporting and defining of action plans / corrective actions, to address potential or known risks and the work of the Company's risk management structure, such as any management committees.
 - Actions taken by the Company to address enterprise risks, including but not limited to: operational, financial, legal, compliance, regulatory, information technology ("IT") and IT Security, data privacy, human resources, reputational, strategic, market, security, property, environmental, social and governance ("ESG"), and other risk.
 - The Company's data security and privacy programs, including cybersecurity and procedures regarding disaster recovery and business continuity, to review and evaluate the processes that management has established to monitor compliance with data security and privacy programs and test preparedness.
 - The Company's ESG strategy, initiatives, and policies.
 - Significant reports or findings by the internal audit department, the chief compliance officer or regulatory agencies relating to risk issues, and related management's responses.
 - Internal or external audits, assessments, investigations or reviews of risk management matters, including significant reports or findings by the internal audit department, the chief compliance officer or enforcement or regulatory agencies related to risk issues, and related management responses.
 - Correspondence and inquiries from enforcement and regulatory agencies with regard to matters within the Risk Committee's authority.
 - The Company's risk exposures in other areas, as the Committee deems necessary or appropriate.
3. Committee Charter Review. The Risk Committee shall review and reassess the adequacy of this charter annually and shall submit any recommended changes to the charter to the Board for approval.
4. Performance Review. The Risk Committee shall review and assess the performance of the Risk Committee on an annual basis.

ALIGNMENT AND COORDINATION WITH THE AUDIT COMMITTEE

The Audit Committee shall retain all those responsibilities as are outlined in the Audit Committee Charter. As part of its responsibilities, the Audit Committee may receive complaints regarding financial compliance and non-financial compliance matters. The Audit Committee shall retain oversight responsibility for all such financial compliance matters. Oversight of non-financial compliance matters, including those relating to enterprise-wide risks, shall be the responsibility of this Committee. The Audit Committee shall also retain all authority required by the New York Stock Exchange with regard to risk oversight.

MEETINGS AND PROCEDURES

1. Meetings.

- The Risk Committee will meet at least once each fiscal quarter at such times and places as the Risk Committee determines. The chairperson of the Risk Committee shall preside at each meeting. The chairperson will approve the agenda for the Risk Committee's meetings and any member may suggest items for consideration. If a chairperson is not designated or present, an acting chair may be designated by the Risk Committee members present. The Risk Committee may act by unanimous written consent (which may include electronic consent) in lieu of a meeting in accordance with the Company's bylaws.
- The Risk Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meeting of the Board.
- The Risk Committee shall meet periodically with members of management as deemed appropriate, the head of the internal audit department, the chief compliance officer, and others as deemed appropriate. Each regularly scheduled meeting of the Risk Committee will conclude with an executive session of the Risk Committee absent members of management.
- The Risk Committee may invite to its meetings any director, officer or employee of the Company and such other persons as it deems appropriate in order to carry out its responsibilities.

2. Reporting to the Board of Directors. The Risk Committee shall report regularly to the Board with respect to the Risk Committee's activities and recommendations, including any significant issues that arise with respect to the Company's risk management program(s).

3. Authority to Retain Advisors. The Risk Committee shall have the authority to engage independent counsel or other advisors as it deems necessary or appropriate to carry out its duties. The Risk Committee shall set the compensation, and oversee the work of, any independent counsel or other advisors retained by it. The Company will provide appropriate funding, as determined by the Risk Committee, and any independent counsel and any other outside advisors hired by the Risk Committee and any administrative expenses of the Risk Committee that are necessary or appropriate in carrying out its activities.

4. Subcommittees. The Risk Committee may form subcommittees for any purpose that the Risk Committee deems appropriate and may delegate to such subcommittees such power and authority as the Risk Committee deems appropriate. The Risk Committee may delegate power to management subcommittees subject to the limitations of this paragraph. If designated, each such subcommittee will establish its own schedule and maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board. The Risk Committee shall not delegate to a subcommittee any power or authority required by law, regulation or listing standard to be exercised by the Risk Committee as a whole.

5. Access. The Risk Committee shall be given full access to the chairperson of the Board, management, the independent auditor and, if applicable, the internal auditors, if applicable, as well as the Company's books, records, facilities and other personnel.

6. Compensation. Members of the Risk Committee shall receive such fees, if any, for their service as Risk Committee members as may be determined by the Board in its sole discretion.