

# FORM 4

OMB APPROVAL  
OMB Number: 3235-0287  
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).

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Clegg Nicholas</b>  <small>(Last) (First) (Middle)</small>  <b>C/O META PLATFORMS INC., 1 META WAY</b>  <small>(Street)</small>  <b>MENLO PARK, CA 94025</b>  <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Meta Platforms, Inc. [ META ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>8/15/2023</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President, Global Affairs</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Class A Common Stock	8/15/2023		C		2,190	A	\$0	12,417	D	
Class A Common Stock	8/15/2023		C		2,360	A	\$0	14,777	D	
Class A Common Stock	8/15/2023		S		2,146 (1)	D	\$306.19	12,631	D	
Class A Common Stock	8/15/2023		M		4,103	A	\$0	16,734	D	
Class A Common Stock	8/15/2023		M		5,093	A	\$0	21,827	D	
Class A Common Stock	8/15/2023		F		4,325 (2)	D	\$306.19	17,502	D	
Class A Common Stock	8/16/2023		S(1)		9,974	D	\$300	7,528	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (RSU) (Class A)		(1) 8/15/2023		C		2,190		(1)	(1)	Class A Common Stock	2,190	\$0	4,379	D	
Restricted Stock Units (RSU) (Class A)		(1) 8/15/2023		C		2,360		(1)	(1)	Class A Common Stock	2,360	\$0	14,162	D	
Restricted Stock Units (RSU) (Class A)		(1) 8/15/2023		M		4,103		(1)	(1)	Class A Common Stock	4,103	\$0	41,027	D	
Restricted Stock Units (RSU) (Class A)		(1) 8/15/2023		M		5,093		(1)	(1)	Class A Common Stock	5,093	\$0	71,305	D	

**Explanation of Responses:**

- (1) Represents the number of shares of Class A Common Stock that have been withheld by the Issuer to satisfy its income tax withholding and remittance obligations in connection with the net settlement of the Restricted Stock Units ("RSUs") and does not represent an open market sale.
- (2) Represents the number of shares of Class A Common Stock that have been withheld by the Issuer to satisfy its income tax withholding and remittance obligations in connection with the net settlement of the Restricted Stock Units ("RSUs") and does not represent an open market sale.

obligations in connection with the net settlement of the RSUs and does not represent a sale.

- (3) The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 1, 2023.
- (4) Each RSU represents a contingent right to receive 1 share of the Issuer's Class A Common Stock upon settlement.
- (5) The RSUs vest quarterly as to 1/16th of the total RSUs, beginning on May 15, 2020, subject to continued service through each vesting date.
- (6) The RSUs vest quarterly as to 1/16th of the total RSUs, beginning on May 15, 2021, subject to continued service through each vesting date.
- (7) The RSUs vest quarterly as to 1/16th of the total RSUs, beginning on May 15, 2022, subject to continued service through each vesting date.
- (8) The RSUs vest quarterly as to 1/16th of the total RSUs, beginning on May 15, 2023, subject to continued service through each vesting date.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Clegg Nicholas C/O META PLATFORMS INC. 1 META WAY MENLO PARK, CA 94025</b>			<b>President, Global Affairs</b>	

**Signatures**

/s/ Erin Guldiken, attorney-in-fact for Nicholas Clegg

8/17/2023

—Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.