

# FORM 4

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

OMB APPROVAL  
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## 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

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Clegg Nicholas (Last) (First) (Middle)		Meta Platforms, Inc. [ META ]		<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>	
C/O META PLATFORMS, INC., 1 META WAY (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) <b>5/15/2023</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
MENLO PARK, CA 94025 (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)			
Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> 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.					

**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	5/15/2023		C		2189	A	\$0	9717	D	
Class A Common Stock	5/15/2023		C		2360	A	\$0	12077	D	
Class A Common Stock	5/15/2023		S		2146 (1)	D	\$233.81	9931	D	
Class A Common Stock	5/15/2023		M		4103	A	\$0	14034	D	
Class A Common Stock	5/15/2023		M		5093	A	\$0	19127	D	
Class A Common Stock	5/15/2023		F		4325 (2)	D	\$233.81	14802	D	
Class A Common Stock	5/16/2023		S (3)		4575	D	\$235.58	10227	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)	(4)	5/15/2023		C		2189		(5)	(5)	Class A Common Stock	2189	\$0	6569	D	
Restricted Stock Units (RSU) (Class A)	(4)	5/15/2023		C		2360		(6)	(6)	Class A Common Stock	2360	\$0	16522	D	
Restricted Stock Units (RSU) (Class A)	(4)	5/15/2023		M		4103		(7)	(7)	Class A Common Stock	4103	\$0	45130	D	
Restricted Stock Units (RSU) (Class A)	(4)	5/15/2023		M		5093		(8)	(8)	Class A Common Stock	5093	\$0	76398	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 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 April 29, 2022.
- (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</b> <b>C/O META PLATFORMS, INC.</b> <b>1 META WAY</b> <b>MENLO PARK, CA 94025</b>			<b>President, Global Affairs</b>	

**Signatures**

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

5/17/2023

\*\*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.

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