FORM 4

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

☑ 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.

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting	Person *	2. Issuer N	ame and	Гick	er or Tra	ading	Symbol	5. Relationship of Reporting Pe (Check all applicable)	rson(s) to	Issuer		
Zuckerberg Mark		Meta Pla	atforms,	, In	c. [M	ETA]					
(Last) (First)	(Middle)	3. Date of					YYYY)	X_ DirectorX_ X_ Officer (give title below) COB and CEO	_ 10% Owne _ Other (spe			
C/O META PLATFORMS. META WAY			11/	7/2023	3		cob and cho					
(Street)	4. If Amen	dment, Da	te O	riginal	Filed (MM/DD/YYY	6. Individual or Joint/Group Filing (Check Applicable Li					
MENLO PARK, CA 94025							X _ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)											
	Table I - Non-	Derivative	Securities	Aco	quired,	Dispo	sed of, or B	Seneficially Owned				
1.Title of Security (Instr. 3)	2A. Deemed Execution Date, if any	(Instr. 8)		4. Securities Acquired (A 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)	7. Nature of Indirect Beneficial Ownership			
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)		
Class A Common Stock	11/7/2023		S ⁽¹⁾		1,065	D	\$315.877 ⁽²⁾	526,525	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		S (1)		1,200	D	\$316.9717 (4)	525,325	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		S (1)		1,594	D	\$318.0751 (5)	523,731	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		S ⁽¹⁾		6,178	D	\$319.183 ⁽⁶⁾	517,553	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		S(1)		7,692	D	\$319.9938 (7)	509,861	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		S ⁽¹⁾		200	D	\$320.695 ⁽⁸⁾	509,661	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	11/7/2023		С		7,175	A	\$0	7,175	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)		
Class A Common Stock	11/7/2023		S ⁽¹⁰⁾		500	D	\$316.031 (11)	6,675	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)		

1. Title of Security (Instr. 3)			2. T	rans. Date	2A. Deemo Execution Date, if an	tion	3. Trans. C (Instr. 8)	ode	Dispose	rities Acq ed of (D) s, 4 and 5)		5. Amount of Sec Following Report (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Code	v	Amoun	(A) or (D)	Price				(I) (Instr. 4)	(msu. 4)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁰⁾		400		\$317.2388 (12)			6,275	I	Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (9)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁰⁾		802	D	\$318.3078 (13)			5,473	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (9)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁰⁾		3,173	D	\$319.3344 (14)			2,300	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (9)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁰⁾		2,200	D	\$320.162 (15)			100	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁰⁾		100	D	\$320.9375			0	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁶⁾		200	D	\$315.8375 <u>(17)</u>			540,580	I	By Chan Zuckerberg Initiative Advocacy (18)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁶⁾		100	D	\$316.665 (1 <u>9)</u>			540,480	I	By Chan Zuckerberg Initiative Advocacy (18)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁶⁾		350	D	\$318.0796 ⁽²⁰⁾			540,130	I	By Chan Zuckerberg Initiative Advocacy (18)
Class A Common S	Stock		11	1/7/2023			S(16)		1,355	D	\$319.2898 (21)			538,775	I	By Chan Zuckerberg Initiative Advocacy (18)
Class A Common S	Stock		11	1/7/2023			S ⁽¹⁶⁾		900	D	\$320.1857 (22)			537,875	I	By Chan Zuckerberg Initiative Advocacy (18)
	Ta	ble II - De	erivative	e Securit	ies Be	enefici	ially Owr	red (<i>e.g.</i> , p	uts, cal	ls. warrants	s, options, con	vertible s	securities)		
1. Title of Derivate Security (Instr. 3)	te Security Conversion Date Deemed Code		4. Trai Code (Instr.	8) 5. Num Derivat Securit (A) or I (D)		ber of 6. Da		6. Date Exercisable and Expiration Date S		7. Title and A Securities Un Derivative Se (Instr. 3 and 4	amount of aderlying ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	-			Code	e V	(A)	(D)	Date Exerc	cisable	Expiration Date	n Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
Class B Common Stock (23)	(23)	11/7/2023		С			7,175		<u>(23)</u>	<u>(23)</u>	Class A Common Stock	7,175	\$0	4,356,322	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)
Class B Common Stock (23)	<u>(23)</u>								<u>(23)</u>	<u>(23)</u>	Class A Common Stock	308,680,491		308,680,491	I	By CZI Holdings, LLC (24)

Class B Common Stock (23)	<u>(23)</u>				<u>(23)</u>	(23)	Class A Common Stock	1,908,602	1,908,602	I	By Chan Zuckerberg Initiative Foundation (3)
Class B Common Stock (23)	<u>(23)</u>				<u>(23)</u>	<u>(23)</u>	Class A Common Stock	34,344,500	34,344,500	I	By Chan Zuckerberg Holdings LLC (25)

Explanation of Responses:

- (1) The sales reported were effected by the Chan Zuckerberg Initiative Foundation ("CZI Foundation") pursuant to the Rule 10b5-1 trading plan adopted by the reporting person on July 31, 2023.
- (2) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.46 to \$316.36 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) Shares held of record by the CZI Foundation. The reporting person is deemed to have voting and investment power over the shares held by CZI Foundation, but has no pecuniary interest in these shares.
- (4) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$316.48 to \$317.44 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (5) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$317.48 to \$318.395 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (6) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$318.58 to \$319.57 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (7) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$319.58 to \$320.50 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (8) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$320.61 to \$320.78 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (9) Shares held of record by Mark Zuckerberg, Trustee of the Mark Zuckerberg Trust dated July 7, 2006 ("2006 Trust").
- (10) The sales reported were effected by Mark Zuckerberg, Trustee of the 2006 Trust pursuant to the Rule 10b5-1 trading plan adopted by the reporting person on July 31, 2023.
- (11) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.55 to \$316.34 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$316.715 to \$317.53 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (13) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$317.84 to \$318.72 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (14) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$318.85 to \$319.81 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (15) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$319.855 to \$320.52 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (16) The sales reported were effected by Chan Zuckerberg Initiative Advocacy ("CZI Advocacy") pursuant to the Rule 10b5-1 trading plan adopted by the reporting person on July 31, 2023.
- (17) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.49 to \$316.12 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (18) Shares held of record by CZI Advocacy. The reporting person is deemed to have voting and investment power over the shares held by CZI Advocacy, but has no pecuniary interest in these shares.
- (19) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$316.55 to \$316.78 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (20) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$317.6325 to \$318.60 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- (21) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$318.68 to \$319.65 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (22) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$319.84 to \$320.49 per share. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (23) The Class B Common Stock is convertible into the issuer's Class A Common Stock on a 1-for-1 basis (a) at the holder's option or (b) upon certain transfers of such shares and has no expiration date.
- (24) Shares held of record by CZI Holdings, LLC ("CZI"). Mark Zuckerberg, Trustee of the 2006 Trust, is the sole member of CZI. The reporting person is the sole trustee of the 2006 Trust and, therefore, is deemed to have sole voting and investment power over the securities held by CZI.
- (25) Shares held of record by Chan Zuckerberg Holdings LLC ("CZ Holdings"), which is beneficially owned by the reporting person. The reporting person is deemed to have sole voting and investment power over the securities held by CZ Holdings.

Reporting Owners

_ 1 8									
Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Zuckerberg Mark C/O META PLATFORMS, INC. 1 META WAY MENLO PARK, CA 94025	X	X	COB and CEO						

Signatures

/s/ Erin Guldiken, attorney-in-fact for Mark Zuckerberg

**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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