

FORM 4

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**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

1. Name and Address of Reporting Person * Newstead Jennifer <small>(Last) (First) (Middle)</small> C/O META PLATFORMS, INC., 1 META WAY <small>(Street)</small> MENLO PARK, CA 94025 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol Meta Platforms, Inc. [META] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">8/15/2023</p>	5. Relationship of Reporting Person(s) to Issuer (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) Chief Legal Officer 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
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		M		3,359	A	\$0	33,516	D	
Class A Common Stock	8/15/2023		M		2,999	A	\$0	36,515	D	
Class A Common Stock	8/15/2023		M		2,950	A	\$0	39,465	D	
Class A Common Stock	8/15/2023		M		5,470	A	\$0	44,935	D	
Class A Common Stock	8/15/2023		M		6,791	A	\$0	51,726	D	
Class A Common Stock	8/15/2023		F		10,696 (1)	D	\$306.19	41,030	D	
Class A Common Stock	8/16/2023		S		670 (2)	D	\$300	40,360	D	

Table II - Derivative Securities 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. 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)	(3)	8/15/2023		M		3,359		(4)	(4)	Class A Common Stock	3,359	\$0	0	D	
Restricted Stock Units (RSU) (Class A)	(3)	8/15/2023		M		2,999		(3)	(3)	Class A Common Stock	2,999	\$0	5,999	D	
Restricted Stock Units (RSU) (Class A)	(3)	8/15/2023		M		2,950		(6)	(6)	Class A Common Stock	2,950	\$0	17,702	D	
Restricted Stock Units (RSU) (Class A)	(3)	8/15/2023		M		5,470		(7)	(7)	Class A Common Stock	5,470	\$0	54,703	D	
Restricted Stock Units (RSU) (Class A)	(3)	8/15/2023		M		6,791		(8)	(8)	Class A Common Stock	6,791	\$0	95,074	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 a sale.

- (2) The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 3, 2023.
- (3) Each RSU represents a contingent right to receive 1 share of the Issuer's Class A Common Stock upon settlement.
- (4) The RSUs vest as to 1/12th of the total RSUs on November 15, 2019, and then 1/16th of the total RSUs vest quarterly thereafter, not to exceed 14 quarterly installments, with the final 2/48ths of the total RSUs vesting on August 15, 2023, subject to continued service through each vesting date.
- (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
Newstead Jennifer C/O META PLATFORMS, INC. 1 META WAY MENLO PARK, CA 94025			Chief Legal Officer	

Signatures

/s/ Erin Guldiken, attorney-in-fact for Jennifer Newstead

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.

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