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.

OMB APPROVAL
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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	Ticke	er or Tra	ding	Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Zuckerberg Mark		Meta Pla	tforms,	In	c. [M	ЕТА]					
(Last) (First) (Middle)		3. Date of l	Earliest Tr	ansa	ction (N	IM/DD/	YYYY)	X Director X X Officer (give title below)	_ 10% Owne Other (spe	er cify below)		
C/O META PLATFORMS, INC., META WAY			12/	1/2023	}		COB and CEO					
(Street)		4. If Amen	dment, Da	te O	riginal l	Filed (MM/DD/YYYY	6. Individual or Joint/Group Fili	ng (Check	Applicable Lin		
MENLO PARK, CA 94025								_X _ Form filed by One Reporting Person Form filed by More than One Report				
(City) (State) (Zip)			~									
		2A. Deemed	Securities 3. Trans. Co				uired (A) or	eneficially Owned 5. Amount of Securities Beneficially Owned	6.	7. Nature of		
(Instr. 3)	ITalis. Date	Execution Date, if any	(Instr. 8)	de	Disposed (Instr. 3,	of (D)		Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	Indirect Beneficial Ownership		
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)		
Class A Common Stock	12/1/2023		$\mathbf{s}^{(\underline{1})}$		2,300	D	\$321.519 ⁽²⁾	220,497	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	12/1/2023		$\mathbf{S}^{(\underline{1})}$		4,322	D	\$322.5753 (<u>4</u>)	216,175	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock 1	12/1/2023		$\mathbf{S}^{(\underline{1})}$		5,447	D	\$323.554 ⁽⁵⁾	210,728	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock 1	12/1/2023		S (<u>1</u>)		4,542	D	\$324.6553 ⁽⁶⁾	206,186	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock 1	12/1/2023		S (<u>1</u>)		1,160	D	\$325.3342 ⁽⁷⁾	205,026	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock	12/1/2023		$\mathbf{s}^{(\underline{1})}$		158	D	\$326.5568 (8)	204,868	I	By Chan Zuckerberg Initiative Foundation		
Class A Common Stock 1	12/1/2023		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	12/1/2023		S ⁽¹⁰⁾		1,200	D	\$321.6638 (11)	5,975	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2) By Mark		

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1. Title of Security (Instr. 3)			2. Trans. Date		Exec	Deemed ution , if any	3. Trans. Co (Instr. 8)	ode	Disposed of (D) (Instr. 3, 4 and 5)		uired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
								Code	V	Amount	(A) or (D)	Price				(I) (Instr. 4)	
Class A Common Stock			12/1/2	2023			S ⁽¹⁰⁾		1,872	2 D	\$322.7239 (12)	4,103			I	Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)	
Class A Common	Stock			12/1/2	2023			S ⁽¹⁰⁾		1,980	D	\$323.717 ⁽¹³⁾			2,123	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (9)
Class A Common	Stock			12/1/2	2023			S(10)		1,923	D	\$324.7224 (14)			200	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)
Class A Common	Stock			12/1/2	2023			S ⁽¹⁰⁾		200	D	\$325.48 ⁽¹⁵⁾		0		I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (9)
Class A Common	Stock			12/1/2023				S ⁽¹⁶⁾		550	D	\$321.8086 ⁽¹⁷⁾	. 490,845		I	By Chan Zuckerberg Initiative Advocacy (18)	
Class A Common	Stock			12/1/2023				S (16)		751	D	\$322.8169 (19)	490,094		I	By Chan Zuckerberg Initiative Advocacy (18)	
Class A Common	Stock			12/1/2023		12/1/2023			S .(16).		967	D	\$323.9438 ⁽²⁰⁾	489,127		I	By Chan Zuckerberg Initiative Advocacy (18)
Class A Common	ommon Stock 12/1/2023			2023			S ⁽¹⁶⁾		584	D	\$324.8515 ⁽²¹⁾			488,543	I	By Chan Zuckerberg Initiative Advocacy (18)	
Class A Common Stock 12			12/1/2	2023			S (16)		53	D	\$326.5047 (22)			488,490	I	By Chan Zuckerberg Initiative Advocacy (18)	
	Ta	ıble II - De	erivat	tive Se	curit	ies I	Renefic	ially Own	ed (ρσ nu	ıts cal	ls warrant	s ontions con	vertible	securities)		
1. Title of Derivate Security (Instr. 3)	Security Conversion or Exercise Price of Derivative Date Deemed Execution Date, if any Determed (Instr. 8) Security Derivative Date, if any (D)		5. Nun Deriva Securi (A) or (D)	nber of	6. Date Exercisable and Expiration Date			7. Title and A Securities Un Derivative So (Instr. 3 and	Amount of 8. Price of Derivative Security Security		9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	e V		(D)	Date Exe		Expiratio Date	n Title	Amount or Number of Shares	†	Reported Transaction(s) (Instr. 4)	or Indirect	
Class B Common Stock (23)	(23)	12/1/2023			С			7,175		<u>(23)</u>	<u>(23)</u>	Class A Common Stock	7,175	\$0	4,234,347	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (2)
Class B Common Stock (23)	(23)									(23)	<u>(23)</u>	Class A Common Stock	308,680,491		308,680,491	I	By CZI Holdings, LLC (24)
Class B Common Stock (23)	(23)									<u>(23)</u>	<u>(23)</u>	Class A Common Stock	1,908,602		1,908,602	I	By Chan Zuckerberg Initiative Foundation (3

Class B Common Stock (23)	(23)						<u>(23)</u>	<u>(23)</u>	Class A Common Stock	34,344,500		34,344,500		By Chan Zuckerberg Holdings LLC (25)	
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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 \$321.03 to \$321.99 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 \$322.04 to \$323.01 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 \$323.05 to \$324.02 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 \$324.11 to \$325.09 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 \$325.13 to \$325.65 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.
- (8) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$326.41 to \$326.81 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.
- (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 \$321.20 to \$322.05 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 \$322.26 to \$323.21 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 \$323.33 to \$324.21 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 \$324.34 to \$325.31 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 \$325.39 to \$325.57 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.
- (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 \$321.37 to \$322.35 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 \$322.39 to \$323.15 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 \$323.53 to \$324.52 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.
- (21) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$324.53 to \$325.25 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 \$326.49 to \$326.75 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

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.

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.