

□ 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.

# 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

2. Issuer	Name and	Tic	ker or Tra	ding S	Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Meta l	Platform	s, I	nc. [ Mł	ЕТА	]						
3. Date of	of Earliest 7			M/DD/	YYYY)	_X_ Director     _X_ 10% Owner       _X_ Officer (give title below)     Other (specify below)       COB and CEO					
4. If Am	endment, D	Date	Original F	iled (1	MM/DD/YYYY	r) 6. Individual or Joint/Group Fili	ng (Check	Applicable Line			
							<b>X</b> _ Form filed by One Reporting Person				
						Form filed by More than One Report	ing Person				
Non-Derivativ	ve Securiti	es A	cauired. l	Dispo	sed of, or Be	eneficially Owned					
			4. Securitie Disposed of	s Acqui		-	Ownership Form: Direct (D)	Beneficial Ownership			
	Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	(Instr. 4)			
2023	С		100,000	А	\$0	100,000	I	By CZI Holdings, LLC <sup>(1)</sup>			
2023	G		100,000 (2)	D	\$0	0	I	By CZI Holdings, LLC <sup>(1)</sup>			
2023	S <sup>(<u>3)</u></sup>		7,119	D	\$309.1498 ( <u>4)</u>	574,258	I	By Chan Zuckerberg Initiative Foundation (5)			
.023	S <sup>(3)</sup>		4,978	D	\$310.1332 ( <u>6)</u>	569,280	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>			
2023	S( <u>3)</u>		2,611	D	\$311.0873 (7)	566,669	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>			
2023	S <sup>(3)</sup>		912	D	\$311.8435 ( <u>8)</u>	565,757	I	By Chan Zuckerberg Initiative Foundation (5)			
.023	S <sup>(<u>3)</u></sup>		708	D	\$313.017 ( <u>9)</u>	565,049	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>			
2023	S <sup>(3)</sup>		400	D	\$314.5625 <u>(10)</u>	564,649	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>			
2023	S <sup>(3)</sup>		700	D	\$315.7257 ( <u>11)</u>	563,949	I	By Chan Zuckerberg Initiative Foundation (5)			
.023	<b>S</b> <sup>(<u>3)</u></sup>		201	D	\$317.0683 <u>(12)</u>	563,748	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>			
11S 12 12 12 12 12 12 12 12 12 12	A. If Am     A. If Am     A. If Am     A. Seemed     A. Deemed     Execution	Meta Platform         3. Date of Earliest 1         4. If Amendment, E         - Non-Derivative Securiti         Is. Date       2A. Deemed         Execution       3. Trans. C         Date, if any       Code         2023       C         2023       G         2023       S(3)         2023       S(3)	Meta Platforms, In         3. Date of Earliest Trans         4. If Amendment, Date         - Non-Derivative Securities A         Is. Date       2A. Deemed Execution Date, if any         2023       Code         2023       C         2023       G         2023       S(3)         2023       S(3)	Meta Platforms, Inc. [ MH3. Date of Earliest Transaction (MI11/2/20234. If Amendment, Date Original Fs. Date2A. Deemed Execution Date, if any3. Trans. Code (Instr. 8)4. Securities Disposed of (Instr. 3, 4 a)2023C100,0002023G100,0002023S(2)7,1192023S(2)2,6112023S(2)2,6112023S(2)9122023S(2)9122023S(2)7082023S(2)700	Meta Platforms, Inc. [ META3. Date of Earliest Transaction (MM/DD/4. If Amendment, Date Original Filed (- Non-Derivative Securities Acquired, Disposed of (D) (Instr. 8)2A. Deemed Execution Date, if any3. Trans. Code (Instr. 8)4. Securities Acqui (Disposed of (D) (Instr. 3, 4 and 5)2023C100,000 (2) (Instr. 3, 4 and 5)2023C100,000 (2) (D)D2023S(2)7,119 (D)2023S(2)2,611 (D)2023S(2)912 (D)2023S(2)708 (D)2023S(2)700 (D)	4. If Amendment, Date Original Filed (MM/DD/YYYY         - Non-Derivative Securities Acquired, Disposed of, or B         is. Date       2A. Deemed         2A. Deemed       3. Trans. Code         Is. Date       2A. Deemed         2A. Deemed       3. Trans. Code         (Instr. 8)       4. Securities Acquired (A) or         Date, if any       Code       V         Code       V       Amount       (A) or         Code       V       Amount       (A) or         Code       V       Amount       (A) or         Code       V       Amount       (D)       Price         2023       G       100,000       A       S0         2023       S(3)       A       100,000       A       S0         2023       S(3)       A       4.978       D       S309,1498 (4)         2023       S(3)       S(3)       A,978       D       S311,0873 (7)         2023       S(3)       S(3)       912       D       S311,8435 (8)         2023       S(3)       S(3)       400       D       S314,5625 (10)         2023       S(3)       S(3)       0       D       S315,7257 (11)   <	Meta Platforms, Inc. [ META ]         3. Date of Earliest Transaction (MMDD/YYYY)       X_ Director         4. If Amendment, Date Original Filed (MM/DD/YYYY)       6. Individual or Joint/Group Fili         *Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         is. Date       3. Trans. Code         (Instr. 8)       4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)         Code       V         Amount       (D) Price         2023       C         100,000       A         2023       S <sup>(2)</sup> S <sup>(2)</sup> 7,119         D       S309.1498 <sup>(2)</sup> 2023       S <sup>(2)</sup> S <sup>(2)</sup> 708	Meta Platforms, Inc. [ META ]         Check all applicable)           3. Date of Earliest Transaction (MMDD/YYYY)         X			

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. C (Instr. 8)	ode	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)	Ownership Form:	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	(IIISU: 4)
Class A Common Stock	11/2/2023		S(3).		300	D	\$318.22 ( <u>13</u> )	563,448	I	Zuckerberg Initiative Foundation <sup>(5</sup>
Class A Common Stock	11/2/2023		С		7,175	А	\$0	7,175	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14)
Class A Common Stock	11/2/2023		<b>S</b> <sup>(<u>15)</u></sup>		2,704	D	\$309.1734 <sup>(<u>16)</u></sup>	4,471	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14)
Class A Common Stock	11/2/2023		<b>S</b> ( <u>15)</u>		2,386	D	\$310.1215 ( <u>17)</u>	2,085	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 <sup>(14)</sup>
Class A Common Stock	11/2/2023		<b>S</b> <sup>(<u>15)</u></sup>		785	D	\$311.1727 <sup>(<u>18</u>)</sup>	1,300	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14)
Class A Common Stock	11/2/2023		S <sup>(15)</sup>		500	D	\$312.018 (19)	800	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14)
Class A Common Stock	11/2/2023		<b>S</b> ( <u>15)</u>		200	D	\$313.0325 ( <u>20)</u>	600	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14).
Class A Common Stock	11/2/2023		S <sup>(15)</sup>		400	D	\$315.195 <sup>(21)</sup>	200	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 ( <u>14</u> ).
Class A Common Stock	11/2/2023		S <sup>(15)</sup>		200	D	\$317.2275 <sup>(22)</sup>	0	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 ( <u>14</u> ).
Class A Common Stock	11/2/2023		S <sup>(23)</sup>		1,151	D	\$309.1365 ( <u>24</u> )	548,344	I	By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		<b>S</b> <sup>(23)</sup>		863	D	\$310.2269 ( <u>26)</u>	547,481	I	By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		S <sup>.(23)</sup>		491	D	\$311.22 <u>(27)</u>	546,990	I	By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		<b>S</b> ( <u>23)</u>		100	D	\$312.3075 ( <u>28)</u>	546,890	I	By Chan Zuckerberg Initiative

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 Acqu Disposed of (D) (Instr. 3, 4 and 5)		f (D)	red (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	. ,
Class A Common Stock	11/2/2023		S <sup>(23)</sup>		100	D	\$314.225 (29)	546,790	I	Advocacy (25) By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		<b>S</b> <sup>(23)</sup>		100	D	\$315.405 ( <u>30)</u>	546,690	I	By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		S <u>(23)</u>		50	D	\$316.11	546,640	I	By Chan Zuckerberg Initiative Advocacy (25)
Class A Common Stock	11/2/2023		<b>S</b> <sup>(23)</sup>		50	D	\$318.48	546,590	I	By Chan Zuckerberg Initiative Advocacy (25)

### 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	4. Trans. Code (Instr. 8)		Deriva Acqui Dispos	nber of ative Securities red (A) or sed of (D) 3, 4 and 5)	6. Date Exercisable and Expiration Date		Securities Une Derivative Sec	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		rities Underlying ative Security		9. Number of derivative Securities Beneficially Owned Following	Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s)	or Indirect			
Class B Common Stock ( <u>31)</u>	<u>(31)</u>	11/2/2023	С			100,000	<u>(31)</u>	<u>(31)</u>	Class A Common Stock	100,000	\$0	308,680,491	I	By CZI Holdings, LLC <sup>(1)</sup>		
Class B Common Stock <sup>(31)</sup>	<u>(31)</u>	11/2/2023	С			7,175	<u>(31)</u>	<u>(31)</u>	Class A Common Stock	7,175	\$0	4,377,847	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (14)		
Class B Common Stock (31)	<u>(31)</u>						<u>(31)</u>	<u>(31)</u>	Class A Common Stock	1,908,602		1,908,602	I	By Chan Zuckerberg Initiative Foundation <sup>(5)</sup>		
Class B Common Stock <sup>(31)</sup>	<u>(31)</u>						<u>(31)</u>	<u>(31)</u>	Class A Common Stock	34,344,500		34,344,500	I	By Chan Zuckerberg Holdings LLC (32)		

#### **Explanation of Responses:**

- (1) Shares held of record by CZI Holdings, LLC ("CZI"). Mark Zuckerberg, Trustee of the Mark Zuckerberg Trust dated July 7, 2006 ("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.
- (2) Represents shares of Class A Common Stock that CZI donated as a gift to Silicon Valley Community Foundation ("SVCF"). Neither CZI nor the reporting person exercises voting or investment control, directly or indirectly, over SVCF or any of its affiliates, or over the donated shares following this transfer. Neither CZI nor the reporting person has any pecuniary interest in any shares held by SVCF.
- (3) 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.
- (4) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$308.60 to \$309.57 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.
- (5) 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.
- (6) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$309.64 to \$310.62 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 \$310.64 to \$311.61 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 \$311.65 to \$312.27 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) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$312.72 to \$313.47 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.
- (10) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$314.45 to \$314.77 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.
- (11) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.45 to \$316.09 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.
- (12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$316.72 to \$317.42 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 \$317.82 to \$318.62 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) Shares held of record by Mark Zuckerberg, Trustee of the 2006 Trust.
- (15) 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.
- (16) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$308.63 to \$309.55 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.
- (17) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$309.66 to \$310.59 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) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$310.67 to \$311.6525 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.
- (19) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$311.72 to \$312.41 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 \$312.865 to \$313.20 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 \$314.80 to \$315.50 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.
- (22) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$316.92 to \$317.535 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 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.
- (24) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$308.55 to \$309.53 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.
- (25) 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.
- (26) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$309.80 to \$310.78 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.
- (27) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$310.84 to \$311.68 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.
- (28) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$312.195 to \$312.42 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.
- (29) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$314.01 to \$314.44 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.

- (30) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.10 to \$315.71 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.
- (31) 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.
- (32) 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	11/3/2023
** 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.