## 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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OMB APPROVAL

# 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 Na   | ame <b>and</b> T | icke                         | r or Tra | ding S    | Symbol               | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                   |   |  |   |  |
|---|----------------|------------------|------------------------------|----------|-----------|----------------------|---|---|--|---|--|
| Zuckerberg Mark                         | Meta Pla       | tforms,          | Inc                          | :. [ M   | ETA       | ]                    |   |   |  |   |  |
| (Last) (First) (Middle                  | 3. Date of I   | Earliest Tra     | ansa                         | ction (M | M/DD/     | YYYY)                | X_ DirectorX_ 10% Owner  X_ Officer (give title below) Other (specify below)  COB and CEO |   |  |   |  |
| C/O META PLATFORMS, INC<br>META WAY     |                | •                | 3/12                         | 2/2024   |           |                      |   |   |  |   |  |
| (Street)                                |                | 4. If Amend      | dment, Da                    | te Oı    | riginal I | Filed (1             | MM/DD/YYYY  | 6. Individual or Joint/Group Fili   | ng (Check A                            | applicable Line                                     |  |
| MENLO PARK, CA 94025                    |                |                  |                              |          |           |                      |   | X Form filed by One Reporting Person Form filed by More than One Reporti                      |  |   |  |
| (City) (State) (Zip)                    |                |                  |                              |          |           |                      |   | To fin fied by More than one report   | ng r erson                             |   |  |
| Tai                                     | ble I - Non-l  | Derivative :     | Securities                   | Aco      | mired.    | Disno                | sed of, or Be   | eneficially Owned   |  |   |  |
| 1.Title of Security<br>(Instr. 3)       | 2. Trans. Date |                  | 3. Trans. Code<br>(Instr. 8) |          |           | ties Acq<br>l of (D) | uired (A) or  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |
|   |                |                  | Code                         | V        | Amount    | (A) or<br>(D)        | Price   |   | or Indirect (I) (Instr. 4)             | (Instr. 4)  |  |
| Class A Common Stock                    | 3/12/2024      |                  | С                            |          | 31,493    | A                    | \$0   | 31,493  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | S <sup>(2)</sup>             |          | 400       | D                    | \$485.1675 <sup>(3)</sup>   | 31,093  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | <b>S</b> (2).                |          | 1,500     | D                    | \$486.9403 <sup>(4)</sup> .   | 29,593  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | <b>s</b> <sup>(2)</sup>      |          | 1,200     | D                    | \$488.0504 <sup>(5)</sup>   | 28,393  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | <b>S</b> <sup>(2)</sup>      |          | 500       | D                    | \$489.16 <sup>(<u>6</u>)</sup>  | 27,893  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | <b>S</b> (2)                 |          | 800       | D                    | \$490.3413 (7).   | 27,093  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | s <sup>(2)</sup>             |          | 600       | D                    | \$491.2608 <sup>(8)</sup>   | 26,493  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | S <sup>(2)</sup>             |          | 614       | D                    | \$492.4346 <sup>(9)</sup>   | 25,879  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | <b>S</b> (2).                |          | 3,200     | D                    | \$493.5738 ( <u>10)</u>   | 22,679  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | S <sup>(2)</sup>             |          | 5,150     | D                    | \$494.5364 (11)   | 17,529  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | S <sup>(2)</sup>             |          | 2,700     | D                    | \$495.5197 <sup>(12)</sup>  | 14,829  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common Stock                    | 3/12/2024      |                  | S(2).                        |          | 1,300     | D                    | \$496.6517 ( <u>13</u> )  | 13,529  | I                                      | By CZI<br>Holdings,<br>LLC (1)                      |  |

| 1.Title of Security<br>(Instr. 3) |   |              | 2. Trans. Date |                     | 2A. Deemed<br>Execution<br>Date, if any |   | 3. Trans. Code<br>(Instr. 8) |                  | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |  |                    | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) |  |                                | 6.<br>Ownership<br>Form:<br>Direct (D)   | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |
|-----------------------------------|---|--------------|----------------|---------------------|---|---|------------------------------|------------------|---|--|--------------------|---|--|--------------------------------|--|---|--|
|                                   |   |              |                |                     |   |   | Code                         | Code V           |   | (A) or                                 | Price              |   |  |                                | or Indirect (I) (Instr. 4)   |   |  |
| Class A Common                    | Stock   |              |                | 3/12/               | /2024                                   |   |                              | S <sup>(2)</sup> |   | 4,400                                  | ) D                | \$497.6667 (14)   |  |                                | 9,129  | 9 I   | Holdings,<br>LLC (1)   |
| Class A Common                    | Common Stock 3/12/2024  |              |                |                     | <b>S</b> .(2).                          |   | 3,300                        | ) D              | \$498.6094 (15)   |  |                    | 5,829   | ) I  | By CZI<br>Holdings,<br>LLC (1) |  |   |  |
| lass A Common Stock 3/12/2024     |   | /2024        |                |                     | <b>S</b> (2).                           |   | 3,628                        | B D              | \$499.6644 ( <u>16</u>  |  |                    | 2,20  | I I  | By CZI<br>Holdings,<br>LLC (1) |  |   |  |
| Class A Common                    | mmon Stock 3/12/2024  |              | /2024          |                     |   | S <sup>(2)</sup>                        |                              | 1,900            | D   | \$500.763 ( <u>17</u>                  | . 301              |   |  | 1 I                            | By CZI<br>Holdings,<br>LLC (1)   |   |  |
| Class A Common                    | Stock   |              | 3/12/2024      |                     | /2024                                   |   |                              | <b>S</b> (2)     |   | 301                                    | l D                | \$501.4932 ( <u>18</u>  | 0  |                                | ) I  | By CZI<br>Holdings,<br>LLC (1)                      |  |
| Class A Common                    | Stock   |              |                |                     |   |   |                              |                  |   |  |                    |   |  |                                | 320,000  | ) I   | By Chan<br>Zuckerberg<br>Initiative<br>Advocacy (1                               |
|                                   | Ta  | ıble II - De | erivat         | tive S              | ecuriti                                 | ies B                                   | Senefic                      | ially Owr        | ed (  | <i>e.g.</i> , p                        | uts, call          | s, warrants   | s, options, co   | nvertible                      | securities)  |   |  |
| Derivate Security<br>(Instr. 3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security |              |                | ned Code (Instr. 3) |   | Derivati<br>Securiti<br>(A) or I<br>(D) |                              |                  |   | Date Exercisable<br>ad Expiration Date |                    | Securities Un<br>Derivative Se  | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following | Ownership<br>Form of<br>Derivative                  | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)               |
|                                   |   |              |                |                     | Code                                    | V                                       | (A)                          | (D)              | Date<br>Exer  | cisable                                | Expiration<br>Date | Title   | Amount or<br>Number of<br>Shares   |                                | Reported<br>Transaction(s)<br>(Instr. 4)                                       | or Indirect<br>(I) (Instr.<br>4)                    |  |
| Class B Common<br>Stock (20)      | <u>(20)</u>   | 3/12/2024    |                |                     | C                                       |   |                              | 31,493           | ģ   | <u>20)</u>                             | <u>(20)</u>        | Class A<br>Common<br>Stock  | 31,493   | \$0                            | 295,192,180  | I   | By CZI<br>Holdings,<br>LLC <sup>(1)</sup>  |
| Class B Common<br>Stock (20)      | <u>(20)</u>   |              |                |                     |   |   |                              |                  | ý   | <u>20)</u>                             | <u>(20)</u>        | Class A<br>Common<br>Stock  | 360,510  |                                | 360,510  | I   | By Chan<br>Zuckerberg<br>Initiative<br>Foundation <sup>(2</sup>                  |
| Class B Common<br>Stock (20)      | (20)  |              |                |                     |   |   |                              |                  | 9   | <u>20)</u>                             | <u>(20)</u>        | Class A<br>Common<br>Stock  | 3,532,372  |                                | 3,532,372  | I   | By Mark Zuckerberg, Trustee Of Th Mark Zuckerberg Trust Dated July 7, 2006 (22). |
| Class B Common<br>Stock (20)      | (20)  |              |                |                     |   |   |                              |                  | ý   | <u>20)</u>                             | (20)               | Class A<br>Common<br>Stock  | 34,344,500   |                                | 34,344,500   | _   | By Chan<br>Zuckerberg<br>Holdings<br>LLC (23)                                    |
| Class B Common                    |   |              |                |                     |   |   |                              |                  |   | (20)                                   | (20)               | Class A   |  |                                |  |   | By CZI<br>Holdings I   |

Stock (20)

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.

(20)

(20)

Stock

12,000,000

12,000,000

Holdings I,

- The sales reported were effected by CZI 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 \$484.84 to \$485.43 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.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$486.395 to \$487.31 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.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$487.56 to \$488.51 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 \$488.69 to \$489.56 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 \$489.88 to \$490.79 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 \$491.025 to \$491.56 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 \$492.03 to \$492.96 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 \$493.035 to \$494.01 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.
- (11) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$494.05 to \$495.02 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.
- (12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$495.09 to \$495.935 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 \$496.13 to \$497.115 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 \$497.14 to \$498.125 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 \$498.14 to \$499.13 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 reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$499.16 to \$500.115 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 \$500.26 to \$501.23 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 \$501.31 to \$501.61 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.
- (19) Shares held of record by Chan Zuckerberg Initiative Advocacy ("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.
- (20) 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.
- (21) Shares held of record by the Chan Zuckerberg Initiative Foundation ("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.
- (22) Shares held of record by Mark Zuckerberg, Trustee of the 2006 Trust.
- (23) 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.
- (24) Shares held of record by CZI Holdings I, LLC ("CZI I"), 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 CZI I.

### Remarks:

This is the third of three Forms 4 being filed to report transactions by the reporting person that occurred on March 12, 2024. The Class A Common Stock holdings for CZI Foundation are reported on the first of these three forms and the Class A Common Stock holdings for the 2006 Trust are reported on the second of these three forms.

### **Reporting Owners**

| Panarting Oyynar Nama / Addraga   | Relationships |           |             |       |  |  |  |  |  |
|---|---------------|-----------|-------------|-------|--|--|--|--|--|
| Reporting Owner Name / Address  | Director      | 10% Owner | Officer     | Other |  |  |  |  |  |
| Zuckerberg Mark<br>C/O META PLATFORMS, INC.<br>1 META WAY<br>MENLO PARK, CA 94025 |               |           | COB and CEO |       |  |  |  |  |  |

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

3/13/2024

\*\*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.