### 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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hours per response... 0.5

# 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	2. Issuer N	ame and	Γicke	er or Tra	ading	Symbol	<ol><li>Relationship of Reporting Pe (Check all applicable)</li></ol>	rson(s) to	Issuer			
Zuckerberg Mark				Meta Pla	atforms	In	c. [ M	ЕТА	.1	Check all applicable)					
(Last)		3. Date of I							_ 10% Owne						
							< 1 <b>0</b> 0 0 0			X_ Officer (give title below) COB and CEO	X_ Officer (give title below) Other (specify below)				
C/O META PLA META WAY				11/0	6/2023	5									
WIETA WAT	(Street)		4	4. If Amen	dment, Da	te O	riginal l	Filed	(MM/DD/YYYY	Y) 6. Individual or Joint/Group Fil	6. Individual or Joint/Group Filing (Check Applicable Lin-				
MENI O DADIZ			,		8										
MENLO PARK,								X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(State)	(Zip)													
		Table I - No	on-E	Derivative	Securities	Acc	quired,	Dispo	osed of, or B	Beneficially Owned	<u> </u>				
1.Title of Security (Instr. 3)		2. Trans. D	I	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securi Disposed (Instr. 3,	of (D)		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		11/6/202	3		<b>S</b> (1)		4,377	D	\$315.1976 <sup>(2)</sup>	541,142	I	By Chan Zuckerberg Initiative Foundation			
Class A Common Stock		11/6/202	3		<b>S</b> (1)		8,184	D	\$315.9981 (4)	532,958	I	By Chan Zuckerberg Initiative Foundation			
Class A Common Stock		11/6/202	3		<b>S</b> (1)		4,568	D	\$317.0735 <sup>(5)</sup>	528,390	I	By Chan Zuckerberg Initiative Foundation			
Class A Common Stock		11/6/202	3		$\mathbf{S}^{(\underline{1})}$		800	D	\$317.795 <sup>(6)</sup>	527,590	I	By Chan Zuckerberg Initiative Foundation			
Class A Common Stock		11/6/202	3		С		7,175	A	\$0	7,175	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (7)			
Class A Common Stock		11/6/202	3		S(§)		2,397	D	\$315.369 (2)	4,778	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (7)			
Class A Common Stock		11/6/202	3		S(§)		2,899	D	\$316.1693 (10)	1,879	1	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 <sup>[7]</sup>			
Class A Common Stock		11/6/202	3		S(§)		2,899	D	\$316.1693 (10)	1,879	I	The Zuck Trus July			

			Tabl	le I -	Non-D	eriv	ative	Securities	s Ac	quired,	, Dispo	sed of, or B	eneficially Ov	wned			
1. Title of Security Instr. 3)		2	2. Trans. Date		2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	Dispos		rities Acq ed of (D) , 4 and 5		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	V	Amount		Price				4)	7 1 1
Class A Common S	Stock			11/6/2	023			S(§)		1,679	D	\$317.1725 ( <u>11</u> )			200	I	Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (7)
Class A Common S	Stock			11/6/2	0023			S <sub>(8)</sub>		200	D	\$318.025 <sup>(12)</sup>			0	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (7)
Class A Common Stock				11/6/2023				<b>S</b> (13)		675	D	\$315.1387 (14)	543,010		I	By Chan Zuckerberg Initiative Advocacy (15)	
Class A Common Stock				11/6/2023				<b>S</b> (13).		1,480	D	\$316.0551 <u>(16)</u>	541,530		I	By Chan Zuckerberg Initiative Advocacy (15)	
Class A Common Stock				11/6/2023				S <sup>(13)</sup>		700	D	\$317.1879 <sup>(17)</sup>	540,830		I	By Chan Zuckerberg Initiative Advocacy (15)	
Class A Common Stock				11/6/2	023			<b>S</b> <sup>(13)</sup>		50	D	\$317.85			540,780	I	By Chan Zuckerberg Initiative Advocacy (15)
	Ta	ble II - De	rivati	ive Se	curitie	s Be	enefic	ially Own	ed (	e.g., ni	ıts. cal	ls. warrants	s, options, con	vertible s	securities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deeme Execut Date, in	ed tion	4. Trans. Code (Instr. 8)		5. Num Derivat Securit (A) or 1 (D)	iber of	6. Date Exe and Expirat		isable 7. Title and A		Amount of derlying Derivative Security (Instr. 5)		9. Number of	Ownership Indirection of Bene Ownership Indirection of Derivative Ownership Indirection of the Indirection o	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	,			•	Code	V	(A)	(D)	Date	e I rcisable I	Expiratio Date	n Title	Amount or Number of Shares		Reported Transaction(s (Instr. 4)	or Indirect	
Class B Common Stock (18)	(18)	11/6/2023			С			7,175		<u>(18)</u>	(18)	Class A Common Stock	7,175	\$0	4,363,497	I	By Mark Zuckerberg, Trustee Of The Mark Zuckerberg Trust Dated July 7, 2006 (7)
Class B Common Stock (18)	<u>(18)</u>									<u>(18)</u>	<u>(18)</u>	Class A Common Stock	308,680,491		308,680,491	I	By CZI Holdings, LLC (19)
Class B Common Stock (18)	<u>(18)</u>									(18)	<u>(18)</u>	Class A Common Stock	1,908,602		1,908,602	I	By Chan Zuckerberg Initiative Foundation (3
Class B Common Stock (18)	(18)									<u>(18)</u>	<u>(18)</u>	Class A Common Stock	34,344,500		34,344,500	I	By Chan Zuckerberg Holdings LLC (20)

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

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 \$314.5675 to \$315.54 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.
- 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.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.56 to \$316.54 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 \$316.56 to \$317.54 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 \$317.60 to \$318.21 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.
- Shares held of record by Mark Zuckerberg, Trustee of the Mark Zuckerberg Trust dated July 7, 2006 ("2006 Trust").
- 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.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$314.745 to \$315.72 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.
- (10) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.755 to \$316.70 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 \$316.79 to \$317.59 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.
- (12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$317.92 to \$318.13 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.
- (13) 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.
- (14) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$314.6775 to \$315.64 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) 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.
- (16) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$315.70 to \$316.69 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 \$316.78 to \$317.75 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.
- (18) 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.
- (19) 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.
- (20) 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 Owners									
Danastina Ovyman Nama / Addusas		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

11/7/2023

\*\*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).

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.