

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER <i>(Please type or print)</i>		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.			WORK LOCATION		
1 (d) ADDRESS OF ISSUER		STREET	CITY	STATE	ZIP CODE	(e) TELEPHONE NO.		
						AREA CODE	NUMBER	
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD			(b) RELATIONSHIP TO ISSUER	(c) ADDRESS STREET		CITY	STATE	ZIP CODE

INSTRUCTION: *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold <i>(See instr. 3(c))</i>	(d) Aggregate Market Value <i>(See instr. 3(d))</i>	(e) Number of Shares or Other Units Outstanding <i>(See instr. 3(e))</i>	(f) Approximate Date of Sale <i>(See instr. 3(f))</i> (MO. DAY YR.)	(g) Name of Each Securities Exchange <i>(See instr. 3(g))</i>
		Broker-Dealer File Number					

INSTRUCTIONS:

- | | |
|--|---|
| <p>1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code</p> <p>2. (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code</p> | <p>3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold</p> |
|--|---|

Potential persons who are to 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.

OMB APPROVAL
OMB Number: 3235-0101
Expires: February 28, 2014
Estimated average burden hours per response 1.00

SEC USE ONLY
DOCUMENT SEQUENCE NO.

CUSIP NUMBER

--

--

--

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates are to be sold

hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

(S)



(SIGNATURE)

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10b5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Class B Common Stock	05/17/2012	Option Exercise Convert B to A	FACEBOOK, INC.	43,000	05/17/2012	Cash from option exercise

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
** SEE ATTACHED**	FACEBOOK, INC.			

REMARKS:

INSTRUCTIONS:

See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as hereby represents by signing this notice that he does not know any material adverse information in regard to the person for whose account the securities are to be sold but also as to all other persons includ the current and prospective operations of the Issuer of the securities to be sold which has not been publicly in that definition. In addition, information shall be given as to sales by all persons whose sales are disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person fi 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the this notice. instruction given, that person makes such representation as of the plan adoption or instruction date.

04/12/2021

(S) MARK ZUCKERBERG AUTHORIZED SIGNATORY

(SIGNATURE)

DATE OF NOTICE 08/04/2020

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10b5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

Affiliate Transactions

Chan Zuckerberg Foundation, Mark Zuckerberg TTEE

04/12/2021	17,000	\$5,276,348
04/09/2021	17,000	\$5,309,095
04/08/2021	17,000	\$5,308,334
04/07/2021	17,000	\$5,281,733
04/06/2021	17,000	\$5,228,421
04/05/2021	17,000	\$5,222,877
04/01/2021	14,726	\$4,404,100
03/31/2021	14,000	\$4,117,353
03/30/2021	14,000	\$4,052,694
03/29/2021	14,000	\$4,045,269
03/26/2021	14,000	\$3,937,138
03/25/2021	14,000	\$3,943,519
03/24/2021	14,000	\$4,020,420
03/23/2021	14,000	\$4,118,795
03/22/2021	14,000	\$4,126,938
03/19/2021	14,000	\$4,034,749
03/18/2021	14,000	\$3,946,679
03/17/2021	14,000	\$3,926,457
03/16/2021	14,000	\$3,915,662
03/15/2021	11,246	\$3,066,950
03/12/2021	11,000	\$2,933,652
03/11/2021	12,895	\$3,540,004
03/10/2021	11,000	\$2,920,257
03/09/2021	11,000	\$2,916,010

03/08/2021	11,000	\$2,869,837
03/05/2021	11,000	\$2,861,781
03/04/2021	11,000	\$2,852,112
03/03/2021	11,000	\$2,833,477
03/02/2021	11,000	\$2,901,501
03/01/2021	11,000	\$2,879,333
02/26/2021	11,000	\$2,875,204
02/25/2021	11,000	\$2,858,903
02/24/2021	11,000	\$2,894,039
02/23/2021	11,000	\$2,891,047
02/22/2021	11,000	\$2,866,027
02/19/2021	11,000	\$2,902,054
02/18/2021	11,000	\$2,953,965
02/17/2021	11,000	\$2,993,681
02/16/2021	11,717	\$3,213,384
02/12/2021	11,000	\$2,964,915
02/11/2021	11,000	\$2,972,788
02/10/2021	11,000	\$2,975,109
02/09/2021	11,000	\$2,973,226
02/08/2021	11,000	\$2,933,059
02/05/2021	11,000	\$2,947,161
02/04/2021	11,000	\$2,921,791
02/03/2021	11,000	\$2,936,767
02/02/2021	11,000	\$2,936,774
02/01/2021	11,000	\$2,862,403
01/29/2021	11,000	\$2,846,187
01/28/2021	11,702	\$3,197,886
01/27/2021	13,150	\$3,614,123
01/26/2021	14,000	\$3,947,621

01/25/2021	14,000	\$3,873,588
01/22/2021	13,867	\$3,824,801
01/21/2021	11,000	\$2,988,086
01/20/2021	11,000	\$2,940,807
01/19/2021	11,000	\$2,829,713
01/15/2021	11,000	\$2,766,985
01/14/2021	9,331	\$2,329,929
01/13/2021	11,000	\$2,769,227
01/12/2021	11,000	\$2,787,926

CZI Holdings LLC, Mark Zuckerberg Authorized Signatory

04/12/2021	43,000	\$13,345,426
04/09/2021	43,000	\$13,430,332
04/08/2021	43,000	\$13,426,070
04/07/2021	43,000	\$13,362,464
04/06/2021	43,000	\$13,223,155
04/05/2021	43,000	\$13,212,366
04/01/2021	37,615	\$11,250,342
03/31/2021	36,000	\$10,585,379
03/30/2021	36,000	\$10,423,604
03/29/2021	36,000	\$10,403,334
03/26/2021	36,000	\$10,123,379
03/25/2021	36,000	\$10,140,464
03/24/2021	36,000	\$10,336,392
03/23/2021	36,000	\$10,590,539
03/22/2021	36,000	\$10,612,589
03/19/2021	36,000	\$10,375,434
03/18/2021	36,000	\$10,145,847
03/17/2021	36,000	\$10,094,762

03/16/2021	36,000	\$10,066,866
03/15/2021	29,653	\$8,087,011
03/12/2021	29,000	\$7,733,724
03/11/2021	33,413	\$9,171,545
03/10/2021	29,000	\$7,698,010
03/09/2021	29,000	\$7,688,192
03/08/2021	29,000	\$7,565,269
03/05/2021	29,000	\$7,548,636
03/04/2021	29,000	\$7,512,162
03/03/2021	29,000	\$7,471,627
03/02/2021	29,000	\$7,650,623
03/01/2021	29,000	\$7,590,975
02/26/2021	29,000	\$7,580,506
02/25/2021	29,000	\$7,540,520
02/24/2021	29,000	\$7,629,516
02/23/2021	29,000	\$7,624,197
02/22/2021	29,000	\$7,557,779
02/19/2021	29,000	\$7,651,660
02/18/2021	29,000	\$7,787,617
02/17/2021	29,000	\$7,891,893
02/16/2021	30,578	\$8,385,869
02/12/2021	29,000	\$7,815,985
02/11/2021	29,000	\$7,836,616
02/10/2021	29,000	\$7,842,992
02/09/2021	29,000	\$7,838,946
02/08/2021	29,000	\$7,732,493
02/05/2021	29,000	\$7,769,365
02/04/2021	29,000	\$7,700,333
02/03/2021	29,000	\$7,742,838

02/02/2021	29,000	\$7,742,887
02/01/2021	29,000	\$7,548,576
01/29/2021	29,000	\$7,504,648
01/28/2021	30,579	\$8,350,890
01/27/2021	34,100	\$9,369,226
01/26/2021	36,000	\$10,151,609
01/25/2021	36,000	\$9,959,650
01/22/2021	35,842	\$9,884,356
01/21/2021	29,000	\$7,877,742
01/20/2021	29,000	\$7,752,471
01/19/2021	29,000	\$7,462,351
01/15/2021	29,000	\$7,298,071
01/14/2021	25,241	\$6,300,828
01/13/2021	29,000	\$7,299,873
01/12/2021	29,000	\$7,348,292

MARK ZUCKERBERG TRUST, Mark Zuckerberg TTEE

04/12/2021	8,000	\$2,482,646
04/09/2021	8,000	\$2,498,513
04/08/2021	8,000	\$2,498,048
04/07/2021	8,000	\$2,485,405
04/06/2021	8,000	\$2,460,211
04/05/2021	8,000	\$2,457,604
04/01/2021	6,632	\$1,983,826
03/31/2021	6,250	\$1,838,028
03/30/2021	6,250	\$1,809,241
03/29/2021	6,250	\$1,806,044
03/26/2021	6,250	\$1,757,504
03/25/2021	6,250	\$1,760,783

03/24/2021	6,250	\$1,794,906
03/23/2021	6,250	\$1,838,767
03/22/2021	6,250	\$1,842,489
03/19/2021	6,250	\$1,801,454
03/18/2021	6,250	\$1,762,011
03/17/2021	6,250	\$1,753,548
03/16/2021	6,250	\$1,748,086
03/15/2021	4,859	\$1,324,943
03/12/2021	4,750	\$1,266,888
03/11/2021	5,688	\$1,561,403
03/10/2021	4,750	\$1,261,222
03/09/2021	4,750	\$1,258,905
03/08/2021	4,750	\$1,239,692
03/05/2021	4,750	\$1,236,170
03/04/2021	4,750	\$1,231,147
03/03/2021	4,750	\$1,223,996
03/02/2021	4,750	\$1,252,884
03/01/2021	4,750	\$1,243,407
02/26/2021	4,750	\$1,241,074
02/25/2021	4,750	\$1,234,329
02/24/2021	4,750	\$1,249,645
02/23/2021	4,750	\$1,248,194
02/22/2021	4,750	\$1,237,430
02/19/2021	4,750	\$1,252,844
02/18/2021	4,750	\$1,275,357
02/17/2021	4,750	\$1,292,868
02/16/2021	5,049	\$1,384,503
02/12/2021	4,750	\$1,280,275
02/11/2021	4,750	\$1,283,687

02/10/2021	4,750	\$1,284,661
02/09/2021	4,750	\$1,283,715
02/08/2021	4,750	\$1,266,667
02/05/2021	4,750	\$1,272,767
02/04/2021	4,750	\$1,261,359
02/03/2021	4,750	\$1,268,351
02/02/2021	4,750	\$1,268,168
02/01/2021	4,750	\$1,236,805
01/29/2021	4,750	\$1,228,959
01/28/2021	5,081	\$1,388,065
01/27/2021	5,828	\$1,602,403
01/26/2021	6,250	\$1,762,224
01/25/2021	6,250	\$1,729,321
01/22/2021	6,160	\$1,698,994
01/21/2021	4,750	\$1,290,114
01/20/2021	4,750	\$1,269,846
01/19/2021	4,750	\$1,221,900
01/15/2021	4,750	\$1,194,374
01/14/2021	4,088	\$1,020,579
01/13/2021	4,750	\$1,195,540
01/12/2021	4,740	\$1,203,443