

**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.*

OMB APPROVAL
OMB Number: 3235-0101
Expires: February 28, 2014
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SEC USE ONLY
DOCUMENT SEQUENCE NO.

CUSIP NUMBER

WORK LOCATION

1 (a) NAME OF ISSUER (Please type or print)		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.			
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 (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
		Broker-Dealer File Number					

INSTRUCTIONS:

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
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

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

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.

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 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 included 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 (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

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.	56,000	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.

07/01/2021

(S) MARK ZUCKERBERG AUTHORIZED SIGNATORY

(SIGNATURE)

DATE OF NOTICE 02/01/2021

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

07/01/2021	15,000	\$5,261,515
06/30/2021	15,000	\$5,232,890
06/29/2021	15,000	\$5,274,537
06/28/2021	15,000	\$5,182,693
06/25/2021	15,000	\$5,119,589
06/24/2021	15,000	\$5,150,732
06/23/2021	15,000	\$5,115,897
06/22/2021	15,000	\$5,032,159
06/21/2021	15,000	\$4,968,849
06/18/2021	15,000	\$4,986,411
06/17/2021	15,000	\$5,026,721
06/16/2021	15,000	\$5,004,296
06/15/2021	15,000	\$5,054,301
06/14/2021	15,000	\$5,017,065
06/11/2021	15,000	\$4,959,364
06/10/2021	15,000	\$4,972,897
06/09/2021	15,000	\$4,997,353
06/08/2021	15,000	\$5,015,255
06/07/2021	15,000	\$5,007,144
06/04/2021	15,000	\$4,954,482
06/03/2021	7,500	\$2,443,075
06/02/2021	10,737	\$3,542,067
06/01/2021	11,849	\$3,904,738
05/28/2021	14,500	\$4,793,537

05/27/2021	15,000	\$4,960,979
05/26/2021	7,500	\$2,455,701
05/25/2021	7,500	\$2,455,984
05/24/2021	7,500	\$2,429,657
05/21/2021	7,500	\$2,383,289
05/20/2021	7,500	\$2,380,704
05/19/2021	7,500	\$2,322,763
05/18/2021	7,500	\$2,353,757
05/17/2021	7,500	\$2,352,032
05/14/2021	7,500	\$2,352,198
05/13/2021	7,500	\$2,293,514
05/12/2021	7,500	\$2,264,422
05/11/2021	17,000	\$5,170,198
05/10/2021	17,000	\$5,235,991
05/07/2021	17,000	\$5,450,001
05/06/2021	17,000	\$5,386,253
05/05/2021	17,000	\$5,400,203
05/04/2021	17,000	\$5,369,368
05/03/2021	17,000	\$5,510,594
04/30/2021	17,000	\$5,548,805
04/29/2021	17,000	\$5,552,110
04/28/2021	17,000	\$5,230,497
04/27/2021	17,000	\$5,166,356
04/26/2021	17,000	\$5,154,820
04/23/2021	17,000	\$5,100,588
04/22/2021	16,040	\$4,816,803
04/21/2021	17,000	\$5,094,926
04/20/2021	17,000	\$5,115,470
04/19/2021	17,000	\$5,153,897

04/16/2021	17,000	\$5,199,505
04/15/2021	17,000	\$5,230,272
04/14/2021	17,000	\$5,175,551
04/13/2021	17,000	\$5,305,291
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

CZI Holdings LLC, Mark Zuckerberg Authorized Signatory

07/01/2021	56,000	\$19,643,388
06/30/2021	56,000	\$19,533,905
06/29/2021	56,000	\$19,693,202
06/28/2021	56,000	\$19,346,918
06/25/2021	56,000	\$19,112,160
06/24/2021	56,000	\$19,230,418
06/23/2021	56,000	\$19,100,203
06/22/2021	56,000	\$18,792,101
06/21/2021	56,000	\$18,548,945
06/18/2021	56,000	\$18,612,527
06/17/2021	56,000	\$18,770,739
06/16/2021	56,000	\$18,678,838
06/15/2021	56,000	\$18,868,872
06/14/2021	56,000	\$18,735,127
06/11/2021	56,000	\$18,514,125
06/10/2021	56,000	\$18,565,324

06/09/2021	56,000	\$18,655,093
06/08/2021	56,000	\$18,722,479
06/07/2021	56,000	\$18,699,504
06/04/2021	56,000	\$18,485,159
06/03/2021	41,000	\$13,355,538
06/02/2021	47,266	\$15,580,688
06/01/2021	49,349	\$16,251,792
05/28/2021	54,301	\$17,948,999
05/27/2021	56,000	\$18,504,500
05/26/2021	41,000	\$13,424,984
05/25/2021	41,000	\$13,427,825
05/24/2021	41,000	\$13,285,256
05/21/2021	41,000	\$13,027,615
05/20/2021	41,000	\$13,014,230
05/19/2021	41,000	\$12,702,184
05/18/2021	41,000	\$12,865,874
05/17/2021	41,000	\$12,859,518
05/14/2021	41,000	\$12,863,556
05/13/2021	41,000	\$12,537,430
05/12/2021	41,000	\$12,377,464
05/11/2021	43,000	\$13,077,196
05/10/2021	43,000	\$13,244,511
05/07/2021	43,000	\$13,785,219
05/06/2021	43,000	\$13,625,398
05/05/2021	43,000	\$13,657,844
05/04/2021	43,000	\$13,582,391
05/03/2021	43,000	\$13,937,400
04/30/2021	43,000	\$14,034,515
04/29/2021	43,000	\$14,046,480

04/28/2021	43,000	\$13,230,665
04/27/2021	43,000	\$13,066,772
04/26/2021	43,000	\$13,037,637
04/23/2021	43,000	\$12,900,988
04/22/2021	40,694	\$12,217,189
04/21/2021	43,000	\$12,887,742
04/20/2021	43,000	\$12,937,905
04/19/2021	43,000	\$13,036,210
04/16/2021	43,000	\$13,150,635
04/15/2021	43,000	\$13,231,881
04/14/2021	43,000	\$13,088,800
04/13/2021	43,000	\$13,418,719
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

MARK ZUCKERBERG TRUST, Mark Zuckerberg TTEE

07/01/2021	6,300	\$2,210,330
06/30/2021	6,300	\$2,198,277
06/29/2021	6,300	\$2,215,381
06/28/2021	6,300	\$2,176,873
06/25/2021	6,300	\$2,150,204
06/24/2021	6,300	\$2,163,200
06/23/2021	6,300	\$2,148,690
06/22/2021	6,300	\$2,112,928

06/21/2021	6,300	\$2,086,423
06/18/2021	6,300	\$2,094,758
06/17/2021	6,300	\$2,110,655
06/16/2021	6,300	\$2,101,918
06/15/2021	6,300	\$2,122,512
06/14/2021	6,300	\$2,107,120
06/11/2021	6,300	\$2,083,071
06/10/2021	6,300	\$2,088,407
06/09/2021	6,300	\$2,099,344
06/08/2021	6,300	\$2,106,717
06/07/2021	6,300	\$2,102,384
06/04/2021	6,300	\$2,079,729
06/03/2021	4,200	\$1,368,275
06/02/2021	5,102	\$1,682,357
06/01/2021	5,500	\$1,811,765
05/28/2021	6,168	\$2,039,123
05/27/2021	6,300	\$2,082,107
05/26/2021	4,200	\$1,375,231
05/25/2021	4,200	\$1,375,361
05/24/2021	4,200	\$1,360,537
05/21/2021	4,200	\$1,334,723
05/20/2021	4,200	\$1,332,958
05/19/2021	4,200	\$1,300,528
05/18/2021	4,200	\$1,318,292
05/17/2021	4,200	\$1,317,114
05/14/2021	4,200	\$1,317,142
05/13/2021	4,200	\$1,284,529
05/12/2021	4,200	\$1,268,146
05/11/2021	8,000	\$2,433,017

05/10/2021	8,000	\$2,463,628
05/07/2021	8,000	\$2,564,848
05/06/2021	8,000	\$2,534,648
05/05/2021	8,000	\$2,541,354
05/04/2021	8,000	\$2,527,040
05/03/2021	8,000	\$2,593,309
04/30/2021	8,000	\$2,611,113
04/29/2021	8,000	\$2,614,049
04/28/2021	8,000	\$2,461,029
04/27/2021	8,000	\$2,431,286
04/26/2021	8,000	\$2,425,587
04/23/2021	8,000	\$2,400,552
04/22/2021	7,413	\$2,226,540
04/21/2021	8,000	\$2,397,978
04/20/2021	8,000	\$2,407,281
04/19/2021	8,000	\$2,425,413
04/16/2021	8,000	\$2,446,970
04/15/2021	8,000	\$2,461,587
04/14/2021	8,000	\$2,435,474
04/13/2021	8,000	\$2,496,519
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