

**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
Estimated average burden hours per response 1.00

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 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.	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.

07/28/2021

(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

07/28/2021	15,000	\$5,590,395
07/27/2021	15,000	\$5,516,185
07/26/2021	15,000	\$5,579,236
07/23/2021	15,000	\$5,521,330
07/22/2021	15,000	\$5,233,000
07/21/2021	15,000	\$5,161,978
07/20/2021	15,000	\$5,099,341
07/19/2021	15,000	\$5,049,604
07/16/2021	15,000	\$5,128,683
07/15/2021	15,000	\$5,148,464
07/14/2021	15,000	\$5,242,518
07/13/2021	15,000	\$5,288,986
07/12/2021	15,000	\$5,286,785
07/09/2021	15,000	\$5,236,072
07/08/2021	15,000	\$5,182,114
07/07/2021	15,000	\$5,287,637
07/06/2021	15,000	\$5,296,112
07/02/2021	15,000	\$5,312,937
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

CZI Holdings LLC, Mark Zuckerberg Authorized Signatory

07/28/2021	56,000	\$20,868,493
07/27/2021	56,000	\$20,593,152
07/26/2021	56,000	\$20,826,844
07/23/2021	56,000	\$20,620,692
07/22/2021	56,000	\$19,539,857
07/21/2021	56,000	\$19,274,035
07/20/2021	56,000	\$19,039,703
07/19/2021	56,000	\$18,851,193
07/16/2021	56,000	\$19,149,756
07/15/2021	56,000	\$19,220,052
07/14/2021	56,000	\$19,568,400
07/13/2021	56,000	\$19,746,485
07/12/2021	56,000	\$19,733,551
07/09/2021	56,000	\$19,550,847
07/08/2021	56,000	\$19,346,373

07/07/2021	56,000	\$19,735,555
07/06/2021	56,000	\$19,770,662
07/02/2021	56,000	\$19,834,745
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

MARK ZUCKERBERG TRUST, Mark Zuckerberg TTEE

07/28/2021	6,300	\$2,347,998
07/27/2021	6,300	\$2,316,207
07/26/2021	6,300	\$2,342,980
07/23/2021	6,300	\$2,318,694
07/22/2021	6,300	\$2,197,543
07/21/2021	6,300	\$2,167,788

07/20/2021	6,300	\$2,141,481
07/19/2021	6,300	\$2,120,729
07/16/2021	6,300	\$2,154,580
07/15/2021	6,300	\$2,161,947
07/14/2021	6,300	\$2,202,608
07/13/2021	6,300	\$2,221,328
07/12/2021	6,300	\$2,220,150
07/09/2021	6,300	\$2,198,857
07/08/2021	6,300	\$2,176,602
07/07/2021	6,300	\$2,221,054
07/06/2021	6,300	\$2,224,515
07/02/2021	6,300	\$2,231,625
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