

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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 Name and Ticker or Trading Symbol							ool		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
AVID B.			Fa	ceb	ook Ir	1c [F	B]										
(First) (Mi	ddle)	3. 1	. Date of Earliest Transaction (MM/DD/YYYY)								T					fy below)
BOOK, IN	NC., 1601	WILLO	OW			3	3/15	5/201	6			V			· —	outer (spee)	29 001011)
(Stre	et)		4.]	f Ar	nendme	nt, Date	e O	riginal	l Fil	ed (MM/I	DD/YYYY) 6	6. Individual c	or Joint/G	roup Filing	(Check Appl	licable Line)
		b)														erson	
	,	Table I - N	Non-Der	ivat	ive Secu	ırities A	Acc	quired	ł, Di	sposed	of, or B	ene	ficially Owne	ed			
1. Title of Security (Instr. 3) 2. Trans. E			Exec	ution (Instr. 8)			or Disp		sposed of (D)		Foll	owing Reported T			6. Ownership Form: Direct (D)	Beneficial Ownership	
						Code	;	V A	Amou	`	r Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Tab	le II - Deri	vative Sec	urities l	Bene	eficially	Owned	d (a	<i>e.g.</i> , p	outs.	, calls, w	arrant	s, oj	ptions, conve	rtible sec	eurities)		
2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)					7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		derlying curity		derivative Securities Beneficially Owned	Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Security			Code	v	(A)	(E]				Title		Amount or Number of Shares		Reported	or Indirect	ļ L
(1)	3/15/2016		A		101190			(2)	!	3/14/2026	Comn	on	101190	\$0	101190	D	
}	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security (Mines) (M	Conversion or Exercise Price of Derivative Security (First) (Middle) (Middle) (Street) (Street) (Street) Table II - Derivative Security (State) (Zip) Table II - Derivative Security A. Deemed Execution Date, if any	AVID B. (First) (Middle) 3. 1 BOOK, INC., 1601 WILLOW (Street) 4. 1 ARK, CA 94025 (State) (Zip) Table I - Non-Der 2. Trans. Date 2. Trans. Date Conversion or Exercise Price of Derivative Security Bate of Date, if any Code Code Code Code Code Code Code Code	Code V	Facebook In (First) (Middle) 3. Date of Earli 3. Date of Earli 3. Date of Earli 3. Date of Earli 4. If Amendme 4. If Amendme 5. AKK, CA 94025 Sity) (State) (Zip) 4. If Amendme 5. Table I - Non-Derivative Security 5. Table II - Derivative Securities Beneficially 6. Conversion or Exercise Price of Derivative Security 6. Code 7. Code	Facebook Inc [F	Facebook Inc [FB] 3. Date of Earliest Transa 3. Date of Earliest Transa 3/1: 3/1	Facebook Inc [FB] 3. Date of Earliest Transaction 3/15/201 (Street) 4. If Amendment, Date Origina ARK, CA 94025 (Sity) (State) (Zip) Table I - Non-Derivative Securities Acquired 2. Trans. Date Execution Date, if any 2. Trans. Date Securities Beneficially Owned (e.g., 1) Conversion or Exercise Price of Derivative Security 3. Trans. Code (Instr. 8) Code V (A) (D) Date Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Code V (A) (D)	Facebook Inc [FB] 3. Date of Earliest Transaction (MM/ 3/15/2016 (Street) 4. If Amendment, Date Original File (Street) Table I - Non-Derivative Securities Acquired, Diate, if any Table II - Derivative Securities Beneficially Owned (e.g., puts, Code V Amout Code V Amout Code V (Instr. 8) Table II - Derivative Securities Beneficially Owned (e.g., puts, Code V (Instr. 8) Conversion or Exercise Price of Derivative Securities Securities Code (Instr. 8) Code V (A) (D) Code V (A) (D) Date Exercisable Code V (A) (D)	Facebook Inc [FB] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/15/2016 (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) ARK, CA 94025 (State) 2. Trans. Date 2A. Deemed 2x. Deemed 2x. Deemed 2x. Trans. Code 2x. Trans. Code 2x. Trans. Date 3x. Trans. Code 4x. Securities Acquired, Disposed of (Instr. 8) 4x. Securities Acquired (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, was price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (B) (Code Code C	Facebook Inc [FB] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/15/2016 (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) ARK, CA 94025 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or B 2. Trans. Date Execution Date, if any 2. Trans. Date Code V Amount (A) or Disposed of (D) (Instr. 3, 4 and 5) Conversion or Exercise Price of Date, if any 2. Conversion or Exercise Price of Derivative Security Security 3. Trans. Date Execution Code (Instr. 8) 3. Trans. Code (e.g., puts, calls, warrants) Code V (A) (D) Date Exercisable and 7. Title and Securities Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Expiration Date Exercisable Date Title Code V (A) (D) Date Expiration Title Code Code Code Code Code Code Code Code	Facebook Inc [FB] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/15/2016 (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) ARK, CA 94025 (Sity) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Bene Execution Date, if any 2. Trans. Date Execution Date, if any Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, or Disposed of (D) (Instr. 3, 4 and 5) Code V Amount Date Execution Date, if any Code V (A) (D) Date Exercisable and Securities Underview Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable Expiration Date Execution Date Title Title Code V (A) (D) Code Class A	Check all app	Check all applicable Check all applicable Check all applicable Director X_Officer (give title beld VP Marketing & Bus.	Check all applicable Director	Check all applicable Check all applicable Director 10% Owner 10% Own

- Each RSU represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon settlement.
- (The RSUs shall vest quarterly as to 1/16th of the total shares, commencing the first quarter following November 15, 2018, subject to continued service
- 2) through each vesting date.

Reporting Owners

reporting owners								
Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
FISCHER DAVID B.								
C/O FACEBOOK, INC.			VD Mankating & Due Dant					
1601 WILLOW ROAD			VP Marketing & Bus. Part.					
MENLO PARK, CA 94025								

Signatures

/s/ Michael Johnson as attorney-in-fact for David Fischer	3/17/2016	
** 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.

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