

[] 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 Add	ress of Rep	orting Person *	2. Iss	uer Nam	e and T	Tic.	ker or T	rac	ling S	ymbol	5. Relationship of Reportin (Check all applicable)	ng Person	(s) to Issue
Andreessen M	Iarc L		Face	ebook I	nc [F	B]						
(Last)	(First)	(Middle)	3. Da	te of Ear	liest Tr	ans	saction	(MN	1/DD/Y	YYY)	X Director		0% Owner
											Officer (give title below) below)	Otl	ner (specify
C/O ANDREI					8/2	26/	2014				,		
HOROWITZ	•	ND HILL											
RD., STE. 101	(Street)		4 If	A mandm	ant Da	+	Omiorino	1 172	lad		6. Individual on Isint/Cres	n Eilina	Cl. 1
	(Birect)			Amendm DD/YYYY)	em, Da	ıe	Origina	II FI	nea		6. Individual or Joint/Grou Applicable Line)	ıp rınııg (Check
MENLO PAR	RK, CA 94	4025											
(City)	(State)	(Zip)									X Form filed by One Reporting Form filed by More than One l		rson
	-	Гable I - Non-	T			-			osed o	<u> </u>	Beneficially Owned	,	
1.Title of Security (Instr. 3)			2. Trans. Date	2A. Deemed	3. Trans. Code	•	4. Securi		or		unt of Securities Beneficially Following Reported Transaction(s)	6. Ownership	Nature of Indirect
(1154. 3)			Execution Date, if any	(Instr. 8)		Disposed of (D)				and 4)	Form: Direct (D)	Beneficial Ownership	
						(A)			(msu. s			(Instr. 4)	
					Code	v	Amount	or (D)	Price			(I) (Instr. 4)	
						İ		(-)					By The
Class A Common Sto	ck		8/26/2014		J (1)		1665	A	\$0.00		1625124	I	Andreessen 1996 Living
													Trust (2)
													By The Andreessen
Class A Common Sto	alı		8/26/2014		- (3)		601		\$0.00		34765		1996
Class A Common Sto	CK				J (3)		681	A	\$0.00		34/03	I	Charitable Remainder
													Unitrust (4)
													By Andreessen
Class A Common Sto	ale										1009076	I	Horowitz
Class A Common Sto	CK										1009076	1	Fund III, L.P., as
													nominee (5)
													By AH Parallel Fund
Class A Common Sto	ck										698355	I	III, L.P., as
													nominee (6)
													By AH Capital
Class A Common Sto	ck										185	I	Management,
	_												L.L.C. ⁽⁷⁾
Class A Common Sto	ck										7742	D	

Tab	ole II - De	rivati	ve Secu	rities	Ве	enefic	ially O	wned (<i>e.g</i>	, puts,	calls	s, warrants, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any		8)	Dispose	ive		on Date	Secu Deriv (Insti	rities Underlying vative Security r. 3 and 4)	(Instr. 5)	of derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	

Explanation of Responses:

- (1) The shares reported on this form represent pro rata distributions, and not a purchase or sale, of securities by The Founders Fund II Entrepreneurs Fund, LP to its partners without consideration.
- (2) The reporting person and JP Morgan Chase Bank, N.A. (successor-in-interest to J.P. Morgan Trust Company, N.A.) are the Trustees of The Andreessen 1996 Living Trust.
- (3) The shares reported on this form represent pro rata distributions, and not a purchase or sale, of securities by The Founders Fund, LP to its partners without consideration.
- (4) The reporting person and JP Morgan Chase Bank, N.A. (successor-in-interest to J.P. Morgan Trust Company, N.A.) are the trustees of The Andreessen 1996 Charitable Remainder Unitrust. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- (5) The reporting person is one of the Managing Members of AH Equity Partners III, L.L.C., which is the General Partner of Andreessen Horowitz Fund III, L.P., as nominee ("AH Fund III"), and may be deemed to share voting and investment power over the securities held by AH Fund III. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- (6) The reporting person is one of the Managing Members of AH Equity Partners III (Parallel), L.L.C., which is the General Partner of AH Parallel Fund III, L.P., as nominee ("AHPF III"), and may be deemed to share voting and investment power over the securities held by AHPF III. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- (7) The reporting person is one of the Managing Members of AH Capital Management, L.L.C. ("AHCM"), and may be deemed to share voting and investment power over the securities held by AHCM. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein. The inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

Reporting Owners

<u> </u>									
Paparting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Andreessen Marc L C/O ANDREESSEN HOROWITZ	X								
2865 SAND HILL RD., STE. 101 MENLO PARK, CA 94025									

Signatures

/s/ David Kling as attorney-in-fact for Marc L. Andreessen

** Signature of Reporting Person

Date

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. 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.