

[] 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Addr	ess of Re	porting Person	* 2. Iss	suer Nam	ne anc	l Ti	icker or	Γrad	ing Sy	ymbol	5. Relationship of Reporting (Check all applicable)	Person(s)	to Issue
BREYER JAM	IES		Fac	ebook l	Inc [\mathbf{F}	B]						
(Last)	(First)	(Middle)		ate of Ear				(MN	I/DD/YY	YYY)	X Director	_ X _ 10%	6 Owner
(Last)	(11151)	(Wildle)						`		,	Officer (give title below)	Other	(specify
C/O ACCEL F	ADTN	FDS 128			8	/10	6/2012				below)		
UNIVERSITY					Ü	, _ `	0,2012						
UNIVERSIII	(Street)	UE	4 If	A manda	ont I)ot	o Omiorina	-1 T2	lad		C. Individual on Laint/Crown	Eiling (Cl	1
		4. If Amendment, Date Original Filed (MM/DD/YYYY)						6. Individual or Joint/Group Applicable Line)	riiiig (Cn	еск			
PALO ALTO,	CA 943	R01	Ì										
'											X Form filed by One Reporting Pe		
(City)	(State)	(Zip)									Form filed by More than One Rep	oorting Perso	n
		Table I - Non	-Darivati	va Sacur	itios	1 cc	nnirad I	lien	റ ഫോ	of or F	Beneficially Owned		
1.Title of Security		Table 1 - Non	2. Trans.	2A.	3. Trai						ount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)			Date		Code	18.	(A) or Disposed of (D)			ing Reported Transaction(s)	Ownership		
(change)			Execution	(Instr.	8)	(Instr. 3, 4 and 5)			(Instr. 3	3 and 4)	Form:	Beneficial Ownership	
			Date, if any				(A)				Direct (D) or Indirect		
					Code	v	Amount	or (D)	Price			(I) (Instr. 4)	
			+	1	Code	ť	Amount	(D)	Tilce			14)	By Accel
Class A Common Stoc	k		8/16/2012	:	J (1)	,	49698765	D	\$0.00		56612648	I	IX L.P.
					"	V			ľ				(2)
													By Accel
			8/16/2012	:	(1)		5294863		40.00		<0.000 CO		IX Strategic
Class A Common Stoc	k				J (1)	v		D	\$0.00		6032562	I	Partners
													L.P. (3)
													By Accel
Class A Common Stoc	k		8/16/2012	:	C		2785949	A	\$0.00		2785949	I	Growth Fund L.P.
									1				(4)
				1		┝							By Accel
			8/16/2012	:	(1)		2785949		40.00				Growth
Class A Common Stoc	K				J (1)	v		D	\$0.00		0	I	Fund L.P.
						L							(4)
													By Accel Growth
			8/16/2012	:				١.	40.00		- 400-		Fund
Class A Common Stoc	k				C		54385	A	\$0.00		54385	I	Strategic
													L.P. (5)
				1		┝						+	By Accel
													Growth
Class A Common Stoc	k		8/16/2012	;	J (1)		54385	D	\$0.00		0	I	Fund Strategic
Class A Common Stoc	N.				J	V	54505	-	Ψ0.00		· ·	*	Partners
													L.P. (5)
						T							By Accel
													Growth
Class A Common Stoc	k		8/16/2012		J (1)	v	724144	A	\$0.00		724144	I	Fund Associates
						'							L.L.C.
						L							(6)
													By Accel

1.Title of Security (Instr. 3)				2. Trans Date	I	2A. Deemed Execution	3. Tra Code (Instr.		4. Secu (A) or (Instr.	Dispo	osed	of (D)					6. Ownership Form:	Beneficial
					Date, it			v	Amou		(A) or (D)	Price					Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Class A Common Stock				8/16/20	12		J (1)	v	164914		`	\$0.00		16491451			I	IX Associate L.L.C.
Class A Common Stock				8/16/20	12		J (8)		17641	16	A	\$0.00	176416			I	By Accel Meritech Associate III L.L.C	
Class A Common Stock				8/16/20	12		J (8)		98018	8	A	\$0.00	98018			I	By Accel Meritech Investors III L.L.C.	
Class A Common Stock														991	I	By Accel Investors 2005 L.L.C.		
Class A Common Stock														7468718				By James W. Breyer as Trustee of James W. Breyer 2005 Trust dated March 25 2005
Class A Common Stock														70		I	By James W. Breyer as Trustee of James W. Breyer 2011 Annuity Trust 1, dated March 10	
Tab	le II - Dei	rivative	Securiti	es Ben	 efic	rially C) wnec	1 (4	 2. 9 1	outs	. ca	lls, w	 arran	ts. options	. convert	ible secur	ities)	2011
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. 3A.		4. Trans. In Code (Instr. 8)		Number of erivative ecurities equired (Aisposed of enstr. 3, 4 a	of 6 a	6. Date Exand Expira		xercisable		7. Titl Securi Deriva	ele and Amount of rities Underlying vative Security . 3 and 4)			9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownershi (Instr. 4)
				Code V	/ (A	(D)	l F	Oate Exerc	isable	Expir Date	ation	Title		Amount or Number of Shares		Transaction (s) (Instr. 4)		
Class B Common Stock (14)	(14)	8/16/2012		С		27859	49	(14)	(1	.4)	Con	nss A nmon k (15)	2785949	\$0.00	4741307	I	By Accel Growth Fund L.P
Class B Common Stock (14)	(14)	8/16/2012		С		5438.	5	(14)	(1	4)	Con	nss A nmon k ⁽¹⁵⁾	54385	\$0.00	92544	I	By Accel Growth Fund Strategic Partners L.P. (5)
Class B Common												Cla	nss A					By Accel Growth Fund Investors

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans.		Der Sect Acq Disj	fumber of ivative urities uired (A) or cosed of (D) tr. 3, 4 and	6. Date Exercisable and Expiration Date		7. Title and A Securities Un Derivative Se (Instr. 3 and 4	derlying curity	9. Number of derivative Securities	Form of Derivative	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)		
Stock (14)	(14)							(14)	(14)	Common Stock	100292	100292	I	2009 L.L.C.
Class B Common Stock (14)	(14)							(14)	(14)	Class A Common Stock	139144	139144	I	By James W. Breyer as Trustee of James W. Breyer 2005 Trust dated March 25, 2005 (12)
Class B Common Stock (14)	(14)							(14)	(14)	Class A Common Stock	15461	15461	I	By James W. Breyer as Trustee of James W. Breyer 2011 Annuity Trust 1, dated March 10, 2011 (13)

Explanation of Responses:

- (1) Transactions reported on this form represent pro rata distributions, and not a purchase or sale of securities, by Accel IX L.P., Accel IX Strategic Partners L.P., Accel Growth Fund L.P. and Accel Growth Fund Strategic Partners L.P. to their respective general and limited partners or members without consideration. Distribution transactions were executed pursuant to a plan established in compliance with the requirements of Rule 10b5-1.
- (2) The reporting person is one of the Managing Members of Accel IX Associates L.L.C. ("A9A"), which is the General Partner of Accel IX L.P. ("Accel IX"), and may be deemed to share voting and investment power over the securities held by Accel IX. 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.
- (3) The reporting person is one of the Managing Members of A9A, which is the General Partner of Accel IX Strategic Partners L.P. ("Accel SP"), and may be deemed to share voting and investment power over the securities held by Accel SP. 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.
- (4) The reporting person is one of the Managing Members of Accel Growth Fund Associates L.L.C ("AGFA"), which is the General Partner of Accel Growth Fund L.P. ("Accel Growth"), and may be deemed to share voting and investment power over the securities held by Accel Growth. 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 AGFA, which is the General Partner of Accel Growth Fund Strategic Partners L.P. ("Accel Growth SP"), and may be deemed to share voting and investment power over the securities held by Accel Growth SP. 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 AGFA and may be deemed to share voting and investment power over the securities held by AGFA. 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 A9A, and may be deemed to share voting and investment power over the

securities held by A9A. 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.

- (8) Transactions reported on this form represent pro rata distributions, and not a purchase or sale of securities, by Meritech Capital Associates III L.L.C. and Meritech Capital Affiliates III L.P. to their respective general and limited partners or members without consideration.
- (9) The reporting person is one of the Managing Members of Accel Meritech Associates III L.L.C. ("AMA III"), and may be deemed to share voting and investment power over the securities held by AMA 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.
- (10) The reporting person is one of the Managing Members of Accel Meritech Investors III L.L.C. ("AMI III"), and may be deemed to share voting and investment power over the securities held by AMI 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.
- (11) The reporting person is one of the Managing Members of Accel Investors 2005 L.L.C. ("Accel 2005"), and may be deemed to share voting and investment power over the securities held by Accel 2005. 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.
- (12) Shares held of record by James W. Breyer as Trustee of the James W. Breyer 2005 Trust dated March 25, 2005.
- (13) Shares held of record by James W. Breyer as Trustee of the James W. Breyer 2011 Annuity Trust 1, dated March 10, 2011.
- (14) The Class B Common Stock is convertible into the issuer's Class A Common Stock on a 1-for-1 basis (a) at the holder's option or (b) upon certain transfers of such shares and has no expiration date.
- (15) The shares of Class B Common Stock automatically converted into Class A Common Stock on a 1-for-1 basis in connection with the transfer of such shares.
- (16) The reporting person is one of the Managing Members of Accel Growth Fund Investors 2009 L.L.C. ("Accel Growth 2009"), and may be deemed to share voting and investment power over the securities held by Accel Growth 2009. 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.

Reporting Owners

Demonting Orymon Name / Address	Relationships								
Reporting Owner Name / Address	Director	10%	Owner	Officer	Other				
BREYER JAMES C/O ACCEL PARTNERS 428 UNIVERSITY AVENUE PALO ALTO, CA 94301	X		X						

Signatures

/s/ Michael Johnson as attorney-in-fact for James W. Breyer

8/20/2012

Date

** Signature of Reporting Person

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.