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Facebook Ind	c										
Form 4											
March 17, 20	_										
FORM	14 _{UNITED}	STATES	SECU	RITIES A	ND EX	CHANGE		NT	OMB APPROVAL		
	UIIILD	STATES	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					Number:	3235-0	0287	
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Form 4 o Form 5		moment to S	action 1	f(a) = f(b)	. Saarri	tion Erroha	max A at of 1024	response		0.5	
obligation	ns Section 17						nge Act of 1934 of 1935 or Sect				
may cont <i>See</i> Instru 1(b).	inue.			•	•	ny Act of 1		IOII			
(Print or Type F	Responses)										
1. Name and A	Person <u>*</u>	2. Issue	er Name an o	d Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Wehner Day		Symbol Facebo	ok Inc [F	B]							
(Last)	(First) ((Middle)	ddle) 3. Date of Earliest Transaction					eek all applicabl	c)		
~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~		(Month/Day/Year)				Director 10% Owner					
C/O FACEE WILLOW F	01	03/16/2015				XOfficer (give titleOther (specify below) below) Chief Financial Officer					
		4. If Am	endment, D	ate Origina	1	6. Individual or Joint/Group Filing(Check					
			onth/Day/Yea	-		Applicable Line)					
MENLO PA	ARK, CA 94025							y One Reporting P Wore than One R			
(City)	(State)	(Zip)	Tak	la T. Nam I	Dau :	C		of ou Douoficio	U O d		
	``	-					cquired, Disposed		-		
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transactio	4. Securit		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect Beneficial	of	
(Instr. 3)	()			Code	Disposed	of (D)	Beneficially	(D) or Indirect		1	
				(Instr. 8) (Instr. 3, 4 and 5			Owned Following	(I) (Instr. 4)	Ownershi (Instr. 4)	р	
						(A)	Reported	(111501. 1)	(Insu: I)		
						(A) or	Transaction(s) (Instr. 3 and 4)				
				Code V	Amount	(D) Price	(Instr. 5 and 4)				
Reminder: Rep	ort on a separate lin	e for each cla	ss of sec	urities bene	ficially ow	ned directly	or indirectly.				
·	·				Perso inforn requir	ns who res nation cont red to resp	spond to the colle ained in this form ond unless the form ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units (RSU) (Class A)	<u>(1)</u>	03/16/2015		А		198,100		(2)	03/15/2025	Class A Common Stock	198,10

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Wehner David M. C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025			Chief Financial Officer					
Signaturos								

Signatures

/s/ Michael Johnson as attorney-in-fact for David M. 03/17/2015 Wehner **Signature of Reporting Person

Explanation of Responses:

- 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).
- (1) Each RSU represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon settlement.
- The RSUs vest as to 1/5th of the total shares on February 15, 2016, after which 1/20th of the total shares vest quarterly, subject to (2)continued service through each vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. 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 number.

Date