## Edgar Filing: Facebook Inc - Form 4

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Check this box if no longer subject to section 16. Form 4 or       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: January 2 Estimated average borden hours per response         Form 4 or Form 5 obligations may continue. See Instruction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Securities Issuer         1. Name and Address of Reporting Person 2 Stretch Colin       2. Issuer Name and Ticker or Trading Symbol Facebook Inc [FB]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         VILLOW ROAD       4. If Amendment, Date Original Filed(Month/Day/Year)       Officer (give title body below)       Officer (give title body below)       10% Owner Downer (Journe Person below)         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Indirect (I) Ownership Person       6. Ownership 7. Nature Security (Month/Day/Year)       6. Ownership 7. Nature Securities Acquired       6. Ownership 7. Nature Securities Acquired       6. Ownership 7. Nature Securities Acquired	Form 4										
OMB 3235-0         Washington, D.C. 20549         Number: January         Statement of CHANGES IN BENEFICIAL OWNERSHIP OF         Section 16.         Section 16.         Form 3 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations         Member: January         Section 17(a) of the Public Utility Holding Company Act of 1935 or Section         Section 17(a) of the Public Utility Holding Company Act of 1935 or Section         Section 17(a) of the Public Utility Holding Company Act of 1940         1(b).       (Print or Type Responses)         1. Name and Address of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         Stretch Colin         Symbol         Exceed Earliest Transaction (Month/Day/Year)         Other (specify below)         WILLOW ROAD         Colspan= 2         (Street)       4. If Amendment, Date Original       6. Individual or Joint/Group Filing(Check Applicable Line)         VP, Gen. Counsel & Secretary         WP (Cipy)       Street I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		1							-	PPROVAL	
if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Expires:       2         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1940 (b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol Facebook Inc [FB]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director 		UNITED	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							3235-0287	
obligations may continue. See Instruction       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction         (Print or Type Responses)       30(h) of the Investment Company Act of 1940         1. Name and Address of Reporting Person <sup>+</sup> 2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       5. Relationship of Reporting Person(s) to Issuer       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         (Last)       (First)       02/24/2015       — Director VO FACEBOOK, INC., 1601       Other (specify below)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired, Disposed of, or Beneficially Owned         (Instr. 3)       (Month/Day/Year)       Code (D)       Securities Form: Direct Indirect (I)       Ownership 7. Nature         (Instr. 4)       (Month/Day/Year)       3.       4. Securities Acquired       5. Amount of       6. Ownership 7. Nature	if no long subject to Section 10 Form 4 or	er <b>STATEM</b>								Estimated average burden hours per	
1. Name and Address of Reporting Person."       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         C/O FACEBOOK, INC., 1601       02/24/2015       —       Director (Month/Day/Year)       —         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)       6. Individual or Joint/Group Filing(Check Applicable Line)         MENLO PARK, CA 94025       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned       5. Amount of Code       6. Ownership Person         1. Title of (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed       3.       4. Securities Acquired Code       5. Amount of Code       6. Ownership Person       7. Nature Securities         Securities (Instr. 3)       A. Beemed       3.       4. Securities Acquired Code       5. Amount of Code       6. Ownership Person       7. Nature Securities	obligation may conti <i>See</i> Instru	Insue. Section 17(a	Section 17(a) of the Public Utility Holding Company Act of 1935 or Section								
Stretch Colin       Symbol       Issuer         Image: Constraint of the strength	(Print or Type R	lesponses)									
(Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Check all applicable)       (Month/Day/Year)	Stretch Colin Symb			ymbol							
C/O FACEBOOK, INC., 1601       (Month/Day/Year)							(Check all applicable)				
MENLO PARK, CA 94025       Filed(Month/Day/Year)       Applicable Line)       _X_ Form filed by One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed       3.       4. Securities Acquired       5. Amount of       6. Ownership       7. Nature         (Instr. 3)       Image: Control of the securities of the securit	C/O FACEBOOK, INC., 1601 (Month 02/24			Ionth/Day/Year)				X_Officer (give title Other (specify below)			
MENLO PARK, CA 94023       Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired       5. Amount of       6. Ownership       7. Nature         (Instr. 3)       (Month/Day/Year)       Execution Date, if any       3.       4. Securities Acquired       5. Amount of       6. Ownership       7. Nature         (Instr. 3)       (Month/Day/Year)       Execution Date, if any       Code       (D)       Beneficially       (D) or       Beneficially         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Indirect (I)       Ownership         (A)       Reported       (A)       Reported       (Instr. 4)       (Instr. 4)	. , ,			_				Applicable Line) _X_ Form filed by One Reporting Person			
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired Transaction(A) or Disposed of Code (D)       5. Amount of Securities       6. Ownership Form: Direct       7. Nature Indirect         0.       Month/Day/Year)       Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired Transaction(A) or Disposed of Code (D)       5. Amount of Securities       6. Ownership Form: Direct       7. Nature Indirect         0.       Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned Reported       Indirect (I)       Ownership (Instr. 4)	MENLO PA	RK, CA 94025							Iore than One Re	eporting	
Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (Instr. 3) Code (D) Beneficially (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported	(City)	(State)	(Zip) Table	e I - Non-Do	erivative S	Securi	ties Acc	uired, Disposed of	f, or Beneficial	ly Owned	
or (Instr. 3 and 4)	Security		Execution Date, if any	Transactic Code (Instr. 8)	on(A) or Di (D) (Instr. 3,	spose 4 and (A)	d of	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
Code       V       Amount       (D)       Price       (Instributed in the price)         Class A       S(1)       1,000       D $\$$ 78,277       D         Stock	Common	02/24/2015					\$		D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

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

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

## Edgar Filing: Facebook Inc - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director 10% Owner		Officer	Other				
Stretch Colin C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025			VP, Gen. Counsel & Secretary					
Signatures								
/s/ Michael Johnson as attorney-in-fact for Colin Stretch			02/25/2015					
**Signature of Reporting	g Person		Date					
Explanation of Re	enon	606.						

## 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) The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

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.