## Edgar Filing: Facebook Inc - Form 4

Facebook In Form 4 February 24 <b>FORN</b> Check th if no lon subject to Section Form 4 Form 5 obligation may cons <i>See</i> Instr 1(b).	a, 2015 <b>A 4</b> UNITED his box liger o 16. or Filed pur Section 17(	<b>IENT OF</b> resuant to S a) of the F	Was CHAN ection 1 Public U	shington IGES IN SECUH 6(a) of th tility Hol	, D.C. 20 BENEF RITIES ne Securit	549 ICIA ies E ipany	L OW	COMMISSIO (NERSHIP OI ge Act of 1934 of 1935 or Section 040	N OMB Number: Expires: Estimate burden h response	January 31, 2005 d average ours per		
Cox Christopher K Symbol				r Name <b>and</b> ok Inc [F:	l Ticker or	Tradir	ıg	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3. Da (Mor				f Earliest T Day/Year)	-			(Check all applicable) <u>X</u> Director <u>X</u> Officer (give title <u>10%</u> Owner (provide ti				
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Non-l	Derivative	Securi	ities Ac	quired, Disposed	of, or Benefic	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ed Date, if	3. Transactio Code		ies Acosposed	quired of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Class A Common Stock	02/23/2015			Code V $S_{(1)}^{(1)}$	Amount 15,500	(D) D	Price \$ 80	(insu: 5 and 4) 626,662	D			
Class A Common Stock								76,945	I	By Christopher K. Cox Revocable Trust (2)		
Class A Common Stock								28,816	I	By Remainder Interest Trust Created		

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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Ti	tle and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	Date	Amo	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Unde	erlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secu	rities	(Instr. 5)	Bene
	Derivative				Securities	5		(Inst	r. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						_			or		
						Date	Expiration	Title			
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
Repor	rting O	wners									

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer		Other			
Cox Christopher K C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025			Chief Produc	et Officer				
Signatures								
/s/ Michael Johnson as attorney K. Cox	02/24/2015							

\*\*Signature of Reporting Person

Date

## **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.
- (2) Shares held of record by Christopher Cox, Trustee of the Christopher K. Cox Revocable Trust.

Shares held of record by Remainder Interest Trust Created under the Christopher K. Cox 2009 Annuity Trust dated 5/29/2009, Visra

(3) Vichit-Vadakan, Trustee, the beneficiaries of which include the reporting person's children. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these shares, and the filing of this report is not an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

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.