Stretch Colin Form 4 August 13, 2018

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

January 31,

0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: 2005 Estimated average burden hours per

response...

Form 5 obligations may continue.

See Instruction

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

Class A

Stock

Common

08/08/2018

(Print or Type Responses)

1. Name and Address of Reporting Person * Stretch Colin			Symbo	2. Issuer Name and Ticker or Trading Symbol Facebook Inc [FB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(Last)	(First) ((Middle) 3. Date	of Earliest Trans	action		(Cilc)	ск ин аррисас	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
			(Month	/Day/Year)			Director	10	0% Owner	
	C/O FACE	EBOOK, INC., 16	•				_X_ Officer (giv		ther (specify	
WILLOW ROAD						below) below) VP and General Counsel				
(Street)			4. If A	nendment, Date (6. Individual or Joint/Group Filing(Check					
	MENLO F	ARK, CA 94025	Filed(N	onth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
	(City)	(State)	(Zip) Ta	ble I - Non-Deri	vative Secur	ities Acqu	iired, Disposed o	of, or Benefici	ally Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction T Code (Ins (Instr. 8)	ecurities Acq Disposed of (I tr. 3, 4 and 5) (A) or ount (D)	()	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 Beneficial Ownership (Instr. 4)	

Class A 08/08/2018 Common $S^{(1)}$ 12,000 D 500 Ι Stock

 $S^{(1)}$

750

D

86,365

D

Graham Stretch Family Foundation (2)

By The

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

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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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Under Securi	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Stretch Colin C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025

VP and General Counsel

Signatures

/s/ Michael Johnson as attorney-in-fact for Colin Stretch

08/13/2018

Date

**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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the holder.
- Shares held of record by The Graham Stretch Family Foundation (the "Foundation"). The reporting person's spouse is president of the Foundation and has voting and investment control of the Foundation.

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.

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