## Edgar Filing: Facebook Inc - Form 4

Facebook Inc

Facebook In Form 4	c								
January 29, 2	2014								
FORM	14					OMB AF	PROVAL		
	UNITED STAT		CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549			OMB Number:	3235-0287		
Check th if no long	ner	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF					January 31, 2005		
subject to Section 1	16.	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1				Estimated a burden hour	rs per		
Form 4 o Form 5	Filed pursuant					response	0.5		
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of t	he Public Utility Ho (h) of the Investmen	U 1 V			1			
(Print or Type	Responses)								
Schroepfer Michael Todd Symbol			Issuer			Reporting Person(s) to			
<b>a</b> 5		_	Facebook Inc [FB]			(Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest 7 (Month/Day/Year)	Fransaction		Director	10%	Owner		
C/O FACEBOOK, INC., 1601 01/27/2 WILLOW ROAD				X_ Officer (give title Other (specify below) below) Chief Technology Officer					
			Date Original	6. Individual or Joint/Group Filing(Check					
MENLO PA	ARK, CA 94025	Filed(Month/Day/Ye	ar)		Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State) (Zip)				Person				
				-	ired, Disposed of,		•		
1.Title of Security (Instr. 3)	any	tion Date, if Transact Code	Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code V	or	Price	Transaction(s) (Instr. 3 and 4)				
Class A Common Stock	01/27/2014	S <u>(1)</u>	25,000 D	\$ 54.69	357,966	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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	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		
Schroepfer Michael Todd C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025			Chief Technology Officer			
Signatures						
/s/ Michael Johnson as attorney Schroepfer	-in-fact fo	or Michael T	. 01/29/2014			
<u>**</u> Signature of Rep	porting Perso	n	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 on this Form 4 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.