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Facebook Inc Form 4 March 17, 2016							
Check this box	W	ashington, D.C.	20549	E COMMISSION WNERSHIP OF	-	PPROVAL 3235-0287 January 31, 2005	
Section 16. Form 4 or Form 5 Filed put	(a) of the Public V		urities Excha Company Act	nge Act of 1934, of 1935 or Sectio 1940	burden hou response	urs per	
(Print or Type Responses)							
1. Name and Address of Reporting FISCHER DAVID B.	Symbol	er Name and Ticker ook Inc [FB]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (C/O FACEBOOK, INC., 160 WILLOW ROAD	Middle) 3. Date (Month	of Earliest Transacti Day/Year)	(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) VP Marketing & Bus. Part.				
(Street) MENLO PARK, CA 94025		4. If Amendment, Date Original Filed(Month/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 		
(City) (State)	(Zip) Ta	ble I - Non-Derivati	ve Securities A	Person Acquired, Disposed o	f. or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)		3.4. SectTransactionAcquirCodeDispose	rities ed (A) or ed of (D) 3, 4 and 5) (A) or	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	
Reminder: Report on a separate line	e for each class of sea	Per info req dis	sons who resormation contuined to resp	or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB con	are not m	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	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>	03/15/2016		A		101,190		<u>(2)</u>	03/14/2026	Class A Common Stock	101,19

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
FISCHER DAVID B. C/O FACEBOOK, INC. 1601 WILLOW ROAD MENLO PARK, CA 94025			VP Marketing & Bus. Part.				
Signatures							

/s/ Michael Johnson as attorney-in-fact for David Fischer	03/17/2016	
**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) Each RSU represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon settlement.
- (2) The RSUs shall vest quarterly as to 1/16th of the total shares, commencing the first quarter following November 15, 2018, subject to 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.