Facebook Inc Form 4 May 17, 2016

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

Expires:

3235-0287 Number: January 31,

**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 30(h) of the Investment Company Act of 1940 See Instruction

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * HASTINGS REED			2. Issuer Name <b>and</b> Ticker or Trading Symbol Facebook Inc [FB]				ding	5. Relations Issuer				
	(First) (FLIX, INC., 100 STER CIRCLE	(Middle)	3. Date	of Earliest ' Day/Year)	-	n		_X_ Direc Office below)	er (give title	plicable)10% OwnerOther (specify low)		
(Street) LOS GATOS, CA 95032			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 Person				
(City)	(State)	(Zip)	Tal	ole I - Non	-Derivativ	e Sec	urities	Acquired, Dispo	osed of, or Be	neficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemee Execution I any (Month/Day	Date, if	3. Transaction Code (Instr. 8)	Disposed (Instr. 3,	(A) o of (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 Common Stock	05/15/2016			M	3,778	A	\$0	83,075	D			
Class A Common Stock								47,846	I	By Hastings-Quillin Family Trust (1)		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number one Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (RSU) (Class A)	<u>(2)</u>	05/15/2016		М	3,778	(3)	06/14/2025	Class A Common Stock	3,778

# **Reporting Owners**

Reporting Owner Name / Add	Relationships
Reporting Owner Maine / Audi	CSS

Director 10% Owner Officer Other

**HASTINGS REED** C/O NETFLIX, INC. 100 WINCHESTER CIRCLE LOS GATOS, CA 95032

X

### **Signatures**

/s/ Michael Johnson as attorney-in-fact for Reed Hastings

05/17/2016

\*\*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) Shares held of record by Reed Hastings and Patty Quillin, co-Trustees of the Hastings-Quillin Family Trust.
- (2) Each RSU represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon settlement.
- (3) The RSUs vested as to 100% of the total shares on May 15, 2016.

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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