AMENDED Exhibit 315

PLAINTIFFS' OMNIBUS OPPOSITION TO DEFENDANTS' MOTIONS FOR SUMMARY JUDGMENT

Tweens Argument

This is why we build a new Teens/Tweens App

- Summary:
  - Tweens and Young Teens are Facebook's best opportunity to win future generations of people
    - This is because tweens are the earliest age at which people transition from orienting around parents to orienting around peers
    - Being the established app once their orient towards peers is much easier than the "10X better" which is required to displace an existing social app
  - In the long run, this opportunity is much bigger than the present number of tweens and young teens although that number is sizeable as well
    - Tween sizing:
      - Globally in 2017, 140 million 8-12 y/o's had their own smartphone
      - This grows to 200 million by 2021
  - From the perspective of our users:
    - Tweens/Young Teens are starting to grow tired of existing apps (e.g., Snapchat and Instagram) and are looking for something new → Looking for a change in the app interaction model similar to what Snapchat did 7 years ago
    - Current apps imperfectly serve tween/young teen needs
  - A separate interface/app is the best way to achieve our goals because:
    - We have maximum freedom to innovate and create a novel app tailored for user needs
    - We can create a new brand
    - We can leverage existing family product assets and use the reach of other family apps to acquire users
  - The downsides are that:
    - It is very difficult to grow a new app

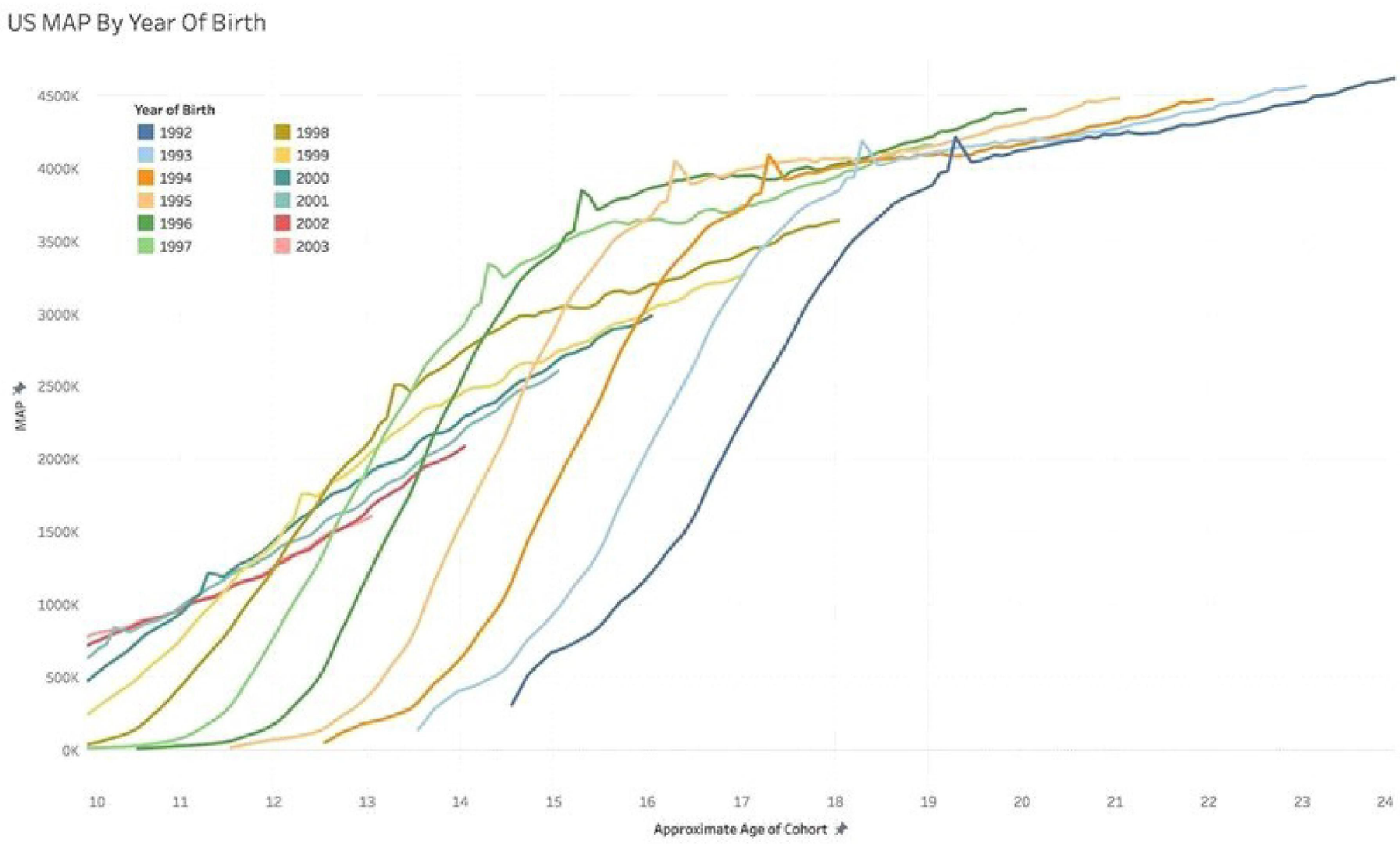
Details

- For our company: Tweens/young teens are Facebook's best opportunity to win future generations in the long run
  - We are presently losing future generations of users. There is no indication that younger cohorts will reach the same levels as previous cohorts
  - Why tweens/young teens: Life stage transition of focus from parents to peers = social graph changes → Opportunity for new social app(s)
  - Displacing an established social media app is much harder than playing in white space. We have a much higher chance of success if we serve people before another social media app is prevalent for the cohort.
  - Tween Total Addressable Market
    - 2017: 140 million 8-12 y/o's with smartphones
      - 25% of global 8-12 y/o population
    - 2021: 200 million 8-12 y/o's with smartphones
      - 35% of global 8-12 y/o population
    - Presently, the most promising geographies are:
      - Tier 1: US, Canada, Western Europe, and East Asia; ~50% of 8-12 y/o's have smartphones
      - Tier 2: Eastern Europe, Latin America; ~40% of 8-12 y/o's have smartphones

	A	B	C	D	E	F	G
1			7/1/2017	7/1/2018	7/1/2019	7/1/2020	7/1/2021
2	East Asia	Total 8-12 Smartphone	5,343,470	5,343,902	5,343,470	5,377,139	5,398,128

3	Eastern Europe and North Asia	Total 8-12 Smartphone	10,868,509	11,679,849	10,868,509	13,048,102	13,606,051
4	Latin America	Total 8-12 Smartphone	20,725,385	21,827,148	20,725,385	23,791,573	24,681,279
5	Middle-East and North Africa	Total 8-12 Smartphone	16,718,245	18,641,176	16,718,245	22,156,250	23,630,934
6	South Asia	Total 8-12 Smartphone	23,277,515	28,985,862	23,277,515	42,564,694	49,283,062
7	Southeast Asia	Total 8-12 Smartphone	18,923,744	21,243,433	18,923,744	25,060,790	26,714,086
8	Sub-Saharan Africa	Total 8-12 Smartphone	16,502,752	20,507,956	16,502,752	30,363,432	35,337,142
9	US Canada and Oceana	Total 8-12 Smartphone	12,583,781	12,679,757	12,583,781	12,730,372	12,757,450
10	Western Europe	Total 8-12 Smartphone	11,723,287	11,834,289	11,723,287	11,913,740	11,912,349
11	Global_Excluding_China	Total 8-12 Smartphone	136,666,689	152,743,373	136,666,689	187,006,091	203,320,481

	A	B	C	D	E	F	G
1			7/1/2017	7/1/2018	7/1/2019	7/1/2020	7/1/2021
2	East Asia	% Smartphone	49%	49%	49%	49%	49%
3	Eastern Europe and North Asia	% Smartphone	43%	45%	43%	48%	49%
4	Latin America	% Smartphone	39%	41%	39%	45%	46%
5	Middle-East and North Africa	% Smartphone	31%	34%	31%	38%	40%
6	South Asia	% Smartphone	13%	17%	13%	25%	29%
7	Southeast Asia	% Smartphone	34%	38%	34%	44%	46%
8	Sub-Saharan Africa	% Smartphone	12%	15%	12%	21%	24%
9	US Canada and Oceana	% Smartphone	50%	50%	50%	51%	51%
10	Western Europe	% Smartphone	54%	55%	54%	56%	56%
11	Global_Excluding_China	% Smartphone	25%	27%	25%	33%	35%



- For our users: Tweens/young teens are underserved by existing social apps
    - Tweens have different core needs from older teens

    - [redacted] could you help with this section? I have a statement above and your max diff analysis but would benefit from your words/knowledge!
- For the new app: A new interface can leverage the strengths of the other family apps
    - We have other brands that resonate with teens
        - Instagram or WhatsApp Brand, whatever is most relevant in the country
    - We have reach to target tween/teens on
        - FB
        - IG
        - WA
    - Product assets
        - COPPA-compliance via Facebook
        - Graph from Instagram, Facebook, and WhatsApp

        - Public content from Instagram and Facebook
- For our team:
    - A new interface gives us maximum freedom to build a highly differentiated product that will resonate with tweens and young teens
        - Every product has a very specific need it needs to fulfill. If you use an existing app, it would be perceived as a derivative of the existing app
        - FB and IG are perceived by teens as copying other apps. And if even Snap is getting stale, and we're copying that, then that's a bad place to be
    - Ability to move quickly and iterate
        - Smaller codebase
        - Fewer cross-company dependencies

APPENDIX

- For our company: Tweens/young teens are Facebook's best opportunity to win future generations in the long run
    - [redacted]: Show graph of how people at an earlier age still stage with us but newer cohorts are not with us as much. Show this generational change.
    - [redacted] Social media apps get established at an earlier age, and once a pattern is established and your peers are using it, there is no reason to change
- For our users: Tweens/young teens are underserved by existing social apps
    - [redacted] Would teens/tweens think they themselves have a gap?
    - [redacted]: Tweens/teens may be tired of the existing app dynamics. Looking to fit in rather than differentiate.
    - [redacted] Perhaps there's a social app per generation. Snap starting to feel stale. New generation itching for the new thing.
    - [redacted] Has research on [redacted] point above.
    - [redacted]: Can use max diff results from [redacted] work.
    - [redacted]: Add more [redacted] stuff here
- Why tweens/young teens: Life stage transition of focus from parents to peers = social graph changes → Opportunity for new social app(s)
- For the new app: A new interface can leverage the strengths of the other family apps
    - We have other brands that resonate with teens
        - Instagram or WhatsApp Brand, whatever is most relevant in the country

    - We have reach to target tween/teens on
        - FB
        - IG
        - W A
    - Product assets
        - COPPA-compliance via Facebook
        - Graph from Instagram, Facebook, and WhatsApp
        - Public content from Instagram and Facebook
- For our team:
    - A new interface gives us maximum freedom to build a highly differentiated product that will resonate with tweens and young teens
        - [redacted]Every product has a very specific need it needs to fulfill. If you use an existing app, it would just be a derivative of the existing app.
        - [redacted]FB and IG onlying copying other apps. And if Snap is getting stale, and we're copying that, then that's a bad place to be.
    - Ability to move quickly and iterate
    - Smaller codebase
    - ~~Less reputational risk~~
        - [redacted]: May contradict earlier branding point. Probably remove
    - Fewer cross-company dependencies
- [redacted]: Address supporting Blue in the long term
    - IG perhaps not sufficiently new
    - Over time people will tire of IG
    - Address need and innovate
- 10X to convert from existing habit/preference versus before they form pattern of use
- Need something innovative
- Add the tween/teen TAM
    - Follow up with [redacted]on the #'s
- Focus on the long term LTV
-
- Cons:
    - Very difficult to grow new app

What is the Tweens product?

- COPPA compliant for U13
- But not for U13 only. External positioning is for teens (aspirational AND makes market bigger)
- App will be very “buzzy” and “cool”
- Product will be highly social in nature (e.g., it can go on to challenge Snapchat in the future)
- Product targeted for US, Western Europe, and other developed countries where Facebook is performing poorly
- Variety of Options
    - Optimize for Family
        - Version A: COPPA-Compliant version
        - Version B: New interface or app
    - Optimize for Facebook Core App
        - Version C: COPPA-Compliant version
        - Version D: New interface or app

Tweens/Young Teen Data & Research

Summary

- Tweens and teens are different:
  - Tweens want to conform, teens want to stand out.
  - Tweens are insecure and parent-dependent, teens want independence.
  - Tweens want to find themselves, teens want to show themselves.
- Yet, they use the same set of social apps, leaving tweens' core social needs unfulfilled. Current social apps are geared towards teens' needs mostly focus on "creativity & expression", leaving other core needs unfulfilled:
  - Love & comfort
  - Adventure & exploration
  - Belonging & inclusion
  - Happiness & enjoyment
  - Achievement & Success
- At the same time, tweens' core needs have been extended into the teen years, as teens are saturated with self-presentation / "brand me" apps. They also yearn for tween-centric needs.

- Tweens decide which app is for them based on the app's user base. The real driver for engagement on social media is entertainment and emotional connections, not communication.
- No existing social media app feels like it was really made for them.
- Tweens are herd animals, and want to find communities where they can fit in. They are particularly intrigued by products that
  - Highlight group experiences and feelings of belonging
  - Strengthen connections (not communication!) to a small circle of close friends
  - Use entertainment/interests as a starting point for interactive engagement (Tweens are super impatient, don't bore them by keeping them passive.)
  - De-emphasize self-presentation and instead highlight fitting in. (Tweens are soooo different from teens on this one.)
- Facebook tends to be the first social media app US tweens use. Provide a COPPA compliant solution.
- Tweens use multiple apps for specific purposes, and Facebook loses ground when that happens. Provide a specific, additive use case for Facebook.
- Facebook in its current form is unlikely to work for tweens, because it's not clear what Facebook's purpose is. Lean into Facebook's existing strengths to provide a focused experience. Tweens need to be able to give an elevator pitch about why they need Facebook.
- Facebook provides pockets of unique strengths. A place for family, a hub from which social interactions start and a social archive are all unique value propositions for a COPPA compliant, focused Facebook.
- overindex on FB Lite https://fb.facebook.com/notes/laura-guglielmini/blue-for-u15s-identity-connections-and-interests/549509465430968/;
  Less performant phones, smaller footprint
- overindex on Profile and Messaging,
- underindex on Groups

Business Case Summary

Tweens and Young Teens Business Case

Why Tweens and Young Teens

- Life stage transition of focus from parents to peers = social graph changes → Opportunity for new social app(s)
- Habits set at a young age have high "lifetime value"
- One of the best, if not **the best**, opportunities to win teens long term

	COPPA-Compliant Version	New Interface or App
Independent of Goal	**Shared Pros** • Piggyback off of existing app **Shared Cons** • May not be sufficiently differentiated from existing apps	**Shared Pros** • Much more freedom on what app possibilities are built • Increased "space" for innovation to go beyond existing app mechanics; possibility of creating a "third way," similar to how Snapchat created a new form of communication • Hone in an exact value proposition which can be more easily communicated **Shared Cons** • Value proposition would have to be highly differentiated to compete against other Family apps and Snapchat
Facebook Family is the Goal	**Pros** • Existing Facebook Family apps, such as Instagram and WhatsApp, already have very **strong usage and brand** with the younger tween/teen demographic **Cons** • Negotiating with Family on what experience to create for tweens/teens • Constraints on what Family apps may "allow" may constrain how exactly we can tailor for tween/young teen needs	**Pros** • Because we are optimizing on Family, new app could be "X App by WhatsApp" or "Y App by Instagram" to benefit from the positive brand association **Cons** • Connection back to family apps not well explored
Facebook Core App (Blue) is the Goal	**Pros** • Direct connection to Facebook Core App, which is the ultimate goal **Cons** • Facebook has very poor brand perception and poor usage levels • Potentially constrained by the non-tween/young teen version of Facebook Core App, but probably less constrained than the COPPA-compliant version of another Family App (such as IG and FB)	**Pros** • Powerful combination of being a separate brand from Facebook but also not fully leaving Facebook Core App (blue) behind **Cons** • Connection back to Facebook Core App not a space we have much experience in (perhaps Messenger is the exception) • Uncertain whether we would be successful using a new interface/app to connect back to Facebook Core App (Blue)

Business Case Details

Business Case for Tween/Young Teen Product, assuming FB Family usage is the end goal

Situation

Facebook Core App (Blue) and Messenger are losing future generations of users in developed markets to a combination of Snapchat, Instagram, and WhatsApp.

What does success look like

In the long term, 5-10+ years, people in developed markets are using and having meaningful interactions at least one Facebook Family.

Implications from success criteria

It will not matter which Facebook Family app people use

- If, for example, young people tend to use Instagram, we would be okay if they used Instagram long term over Facebook
- If, for example, in the United States, Facebook became more niche and used less often and by fewer people, we would be okay with that
- If, for example, we built a new app for teens, it would not need to connect very strongly back to any existing Facebook Family app

Types of Products and Rationale for those Products

Create COPPA-compliant version of existing family app

Pros

Existing Facebook Family apps, such as Instagram and WhatsApp, already have very strong usage and brand with the younger tween/teen demographic

Cons

Negotiating with Family apps on what experience to create for tweens/teens

Constraints on what Family apps may "allow" may constrain how exactly we can tailor for tween/young teen needs

New interface or app for tweens/young teens

Pros

Much more freedom on what app possibilities are built

Increased “space” for innovation to go beyond existing app mechanics; possibility of creating a “third way,” similar to how Snapchat created a new form of communication

Hone in an exact value proposition which can be more easily communicated

Because we are optimizing on Family, this new app could be “X App by WhatsApp” or “Y App by Instagram” to benefit from the positive brand association

Cons

Uncertain what a new interface/app's retention might be

Low level of initial awareness

Connection back to family apps not well explored

Value proposition would have to be highly differentiated to compete against other Family apps and Snapchat

Business Case for Tween/Young Teen Product, assuming FB Blue usage is the end goal

Situation

Facebook Core App (Blue) and Messenger are losing future generations of users in developed markets to a combination of Snapchat, Instagram, and WhatsApp.

What does success look like

In the long term, 5-10+ years, people in developed markets are using and having meaningful interactions on Facebook Core App.

Implications from success criteria

It does matter which Facebook Family app people use

- Specifically, we want people to use Facebook Core App (Blue) in the long term
- This means we would prioritize Facebook Core App (Blue) over Instagram and any other app
- If we were to build a new app, we would want to make sure that the new app integrates back to Facebook Core App (Blue), either immediately or over the medium term

Types of Products and Rationale for those Products

Create COPPA-compliant version of existing Facebook Core App (Blue)

Pros

Direct connection to Facebook Core App, which is the ultimate goal

Cons

Facebook has very poor brand perception and poor usage levels

Potentially constrained by the non-tween/young teen version of Facebook Core App, but probably less constrained than the COPPA-compliant version of another Family App (such as IG and FB)

New interface or app for tweens/young teens

Pros

Much more freedom on what app possibilities are built

Increased “space” for innovation to go beyond existing app mechanics; possibility of creating a “third way,” similar to how Snapchat created a new form of communication

Hone in an exact value proposition which can be more easily communicated

Cons

Uncertain what a new interface/app's retention might be

Low level of initial awareness

Connection back to Facebook Core App not a space we have much experience in

Perhaps Messenger is the exception

Uncertain whether we would be successful using a new interface/app to connect back to Facebook Core App (Blue)

Value proposition would have to be highly differentiated to compete against other Family apps and Snapchat

Brainstorm on why tween / young teen product:

The main idea below is that while making a social tween product is very hard, it has the highest chance of long-term success and all the other options are not as good. I am guessing the biggest argument that we need to combat is why to build a tween product instead of just leveraging Instagram.

- Business imperative: MK needs to age up. We want teens!
- MK can age up via three paths:
    - Instagram
    - Core App. Blue.
    - New Tween/Young Teen product
- Instagram (There will be lots of arguments for why IG is better– we will have to address this directly)
    - Pros
        - Very strong brand among tweens
        - High usage levels among tweens
    - Cons
        - Cannot tailor app for tweens because of dependencies on to the wider IG where US 75% of audience is adults.
        - Technically, can't be nimble – legacy.
        - Does not help advance Facebook Core App
        - Relatively “adult” product that may not be safe for tweens
- Facebook
    - Pros
        - Directly funnels users to Facebook Core App
    - Cons
        - Very negative brand tax
        - Very negative product tax
            - Product is optimized for adults
        - Tweens/teens will probably drop out of Facebook
- New Tween App
    - Pros
        - Can be perfectly tailored to tween and young teen needs. Allows most aggressive differentiation.
        - New brand without all the Facebook baggage
            - Full control of brand
        - New app without all the Facebook baggage
        - “Owned” by Core App so easier to funnel to Facebook in the future
            - Ideally app is built to be complementary to Facebook so that it is not a wholesale replacement of Core App
        - This may be the least hard way to, long term, onboard teens into Facebook Blue
            - E.g., many of the other “Big Bets” are not sufficiently social and sufficient broad
            - Gaming, subsegment of population
            - Public content and video: incredibly difficult to compete in because of existing competitors outside of FB (e.g., YouTube) and also within the FB Family (Watch, IG TV, IG Explore Tab)
    - Cons
        - New apps are hard
        - Difficult to differentiate against Instagram and Snapchat
            - However, there is likely an opportunity against Snapchat because Snapchat is aiming for older age groups (they've already saturated youth and they need more growth so going older)
            - Instagram, on the other hand, it will be harder because they too are trying to onboard more teens

Questions

If we don't need to route to Blue, then is IG just our best option?

Tweens use it now. Meets their needs enough – we should be saving resources for where our product doesn't

It's FB fam.

ALL: HOW IS IG WEAK FOR TWEENS? If it's weak in some way we can address, then opportunity for a new app.

Research: Is IG a superior product to snapchat for Tweens (not Teens)?

Tweens are more content-consumption than Teens – so IG may be much more matched to their needs.

Miami Tweens all used IG more than Snap.

ARGUMENT: IG is fine as a age-up. BUT:

***ROB: IG's just maintaining with youth and not growing.

Youth are moving from broadcast to messaging. So IG being the leader in feed/broadcast isn't a sustainable position.

Could we create a third pillar NOW and become leaders of that? User Research has shown an unmet need in collaborative creation/remixing. Tackling close friends through creation.

Also, if we're looking at securing a kid's close friends, a kid starts forming friends in tween years, not teen years. Let's find a differentiated way to corner this market.

But snap excels at close friends. What don't they dominate Tweens?

Rob viewed the old Big Bets and felt that the scale and ambition didn't seem sufficiently big. Niche use cases instead of big, meaty things. Close Friends

IG doesn't route to Blue because IG is just a replacement for Blue.

IG wants to own messaging.

ROB: Is there ANY reason why IG would insufficient? Any reason on balance why exploring a new app would be superior?

New creation opportunities. New ways of using technology. Leaving behind the constraints

Could we create a THIRD track, adding to Feed and Messaging? Some sort of creation track?

Prior to Snapchat's existence, no one thought about ephemeral, this interface.

We will never discover new ways of using things.

IG declining? New affiliation model may indicate that they're holding.

Snap can't really gain because it's so saturated.

Unrelated.

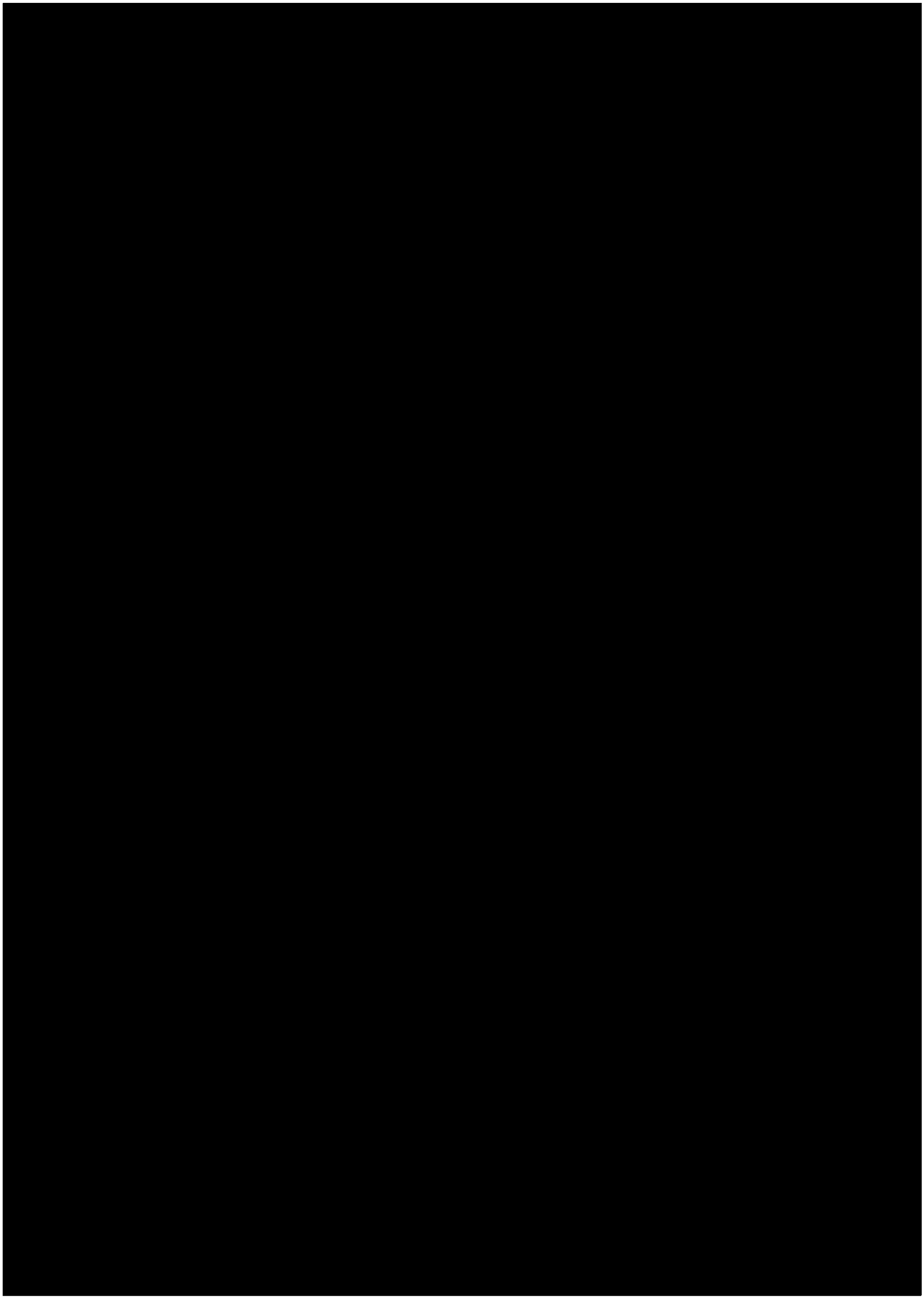
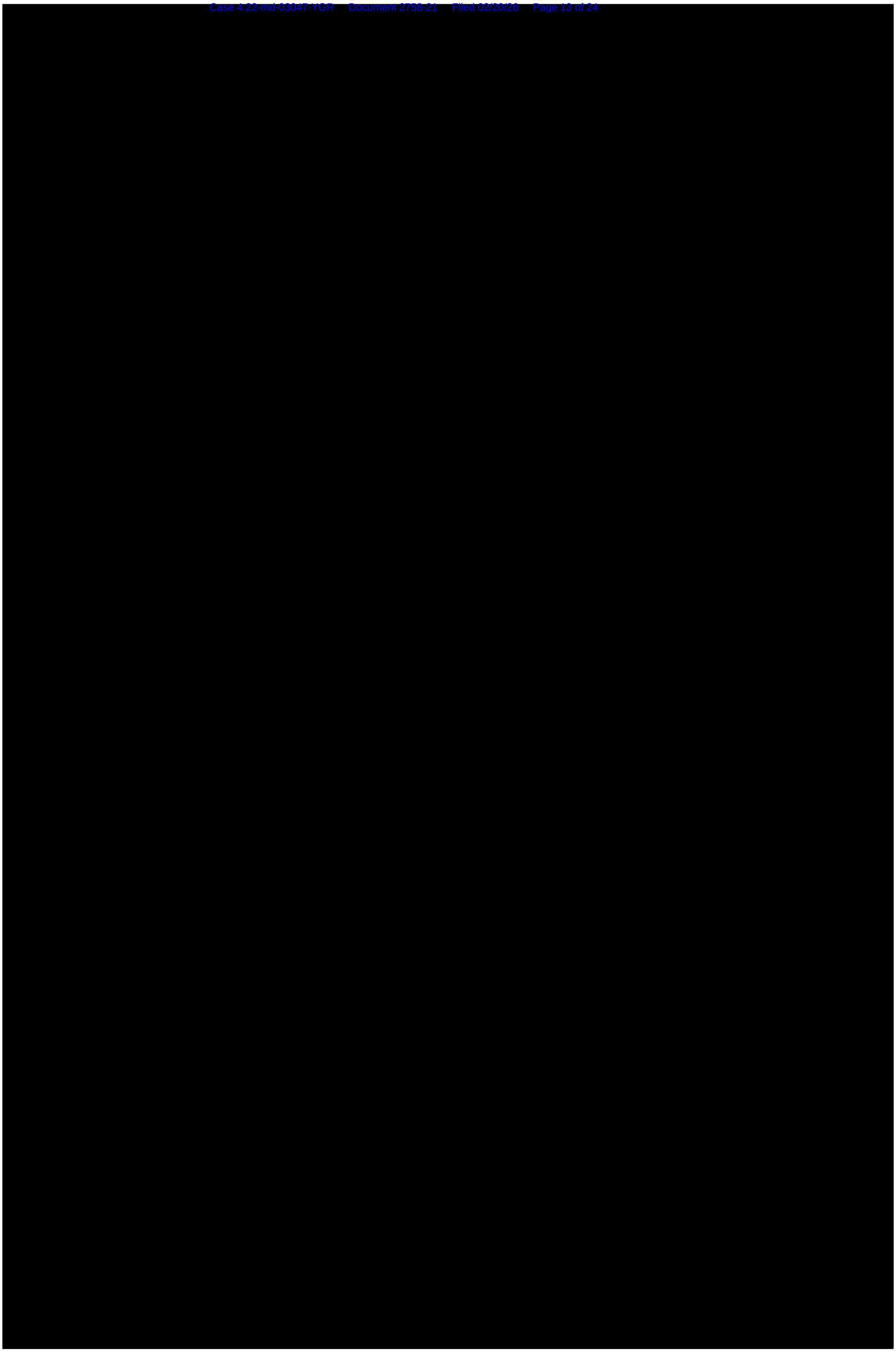
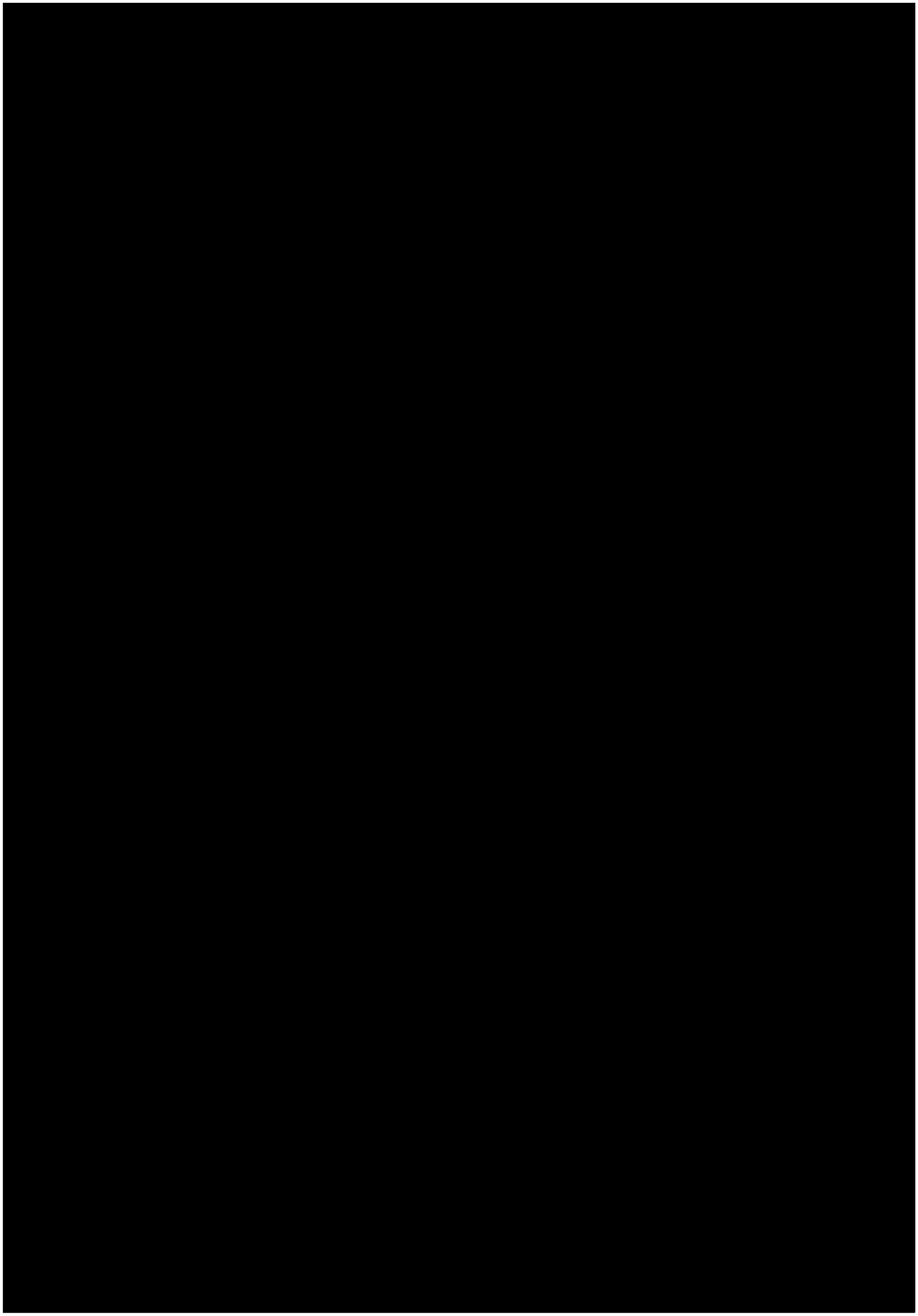
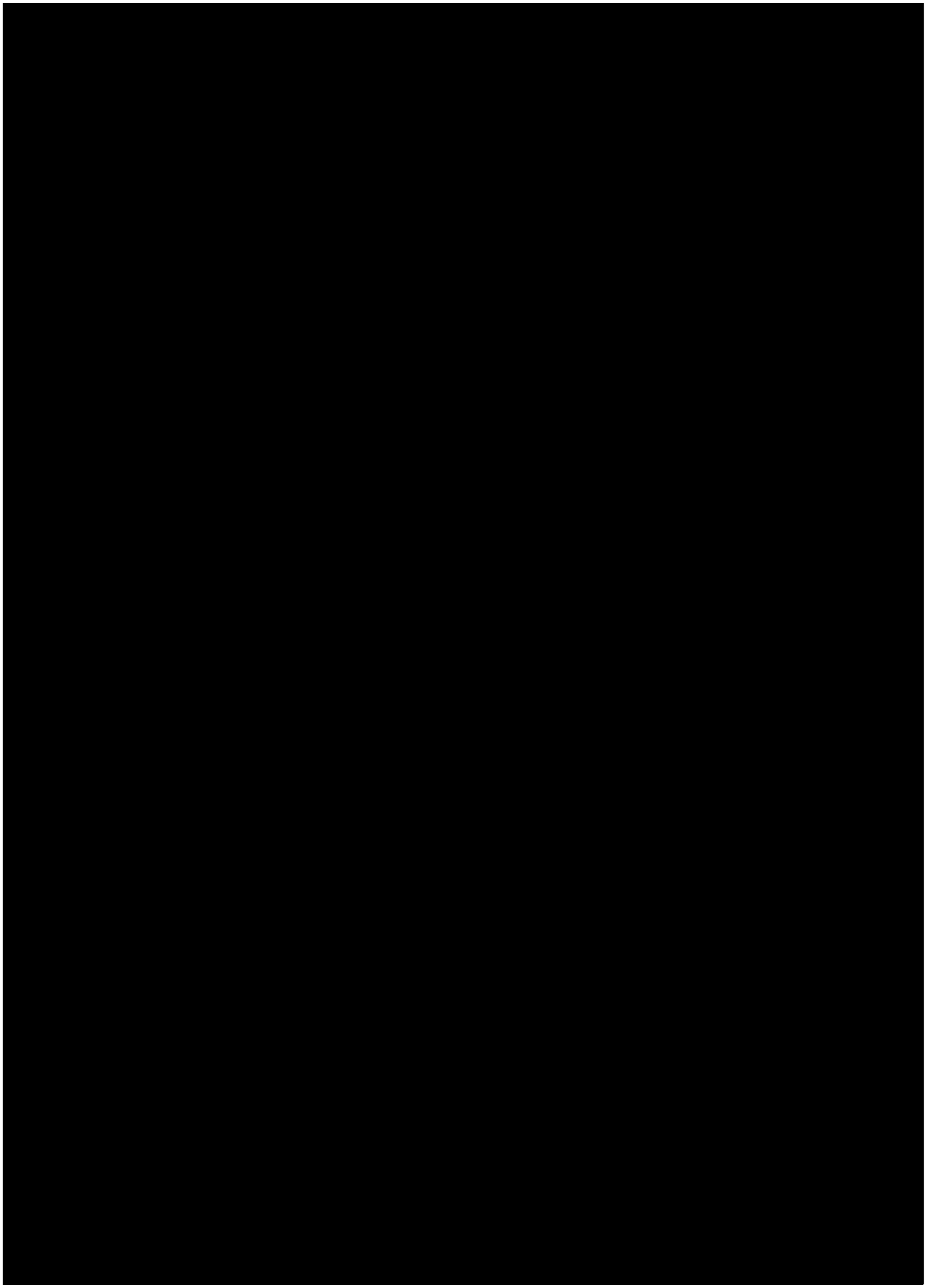
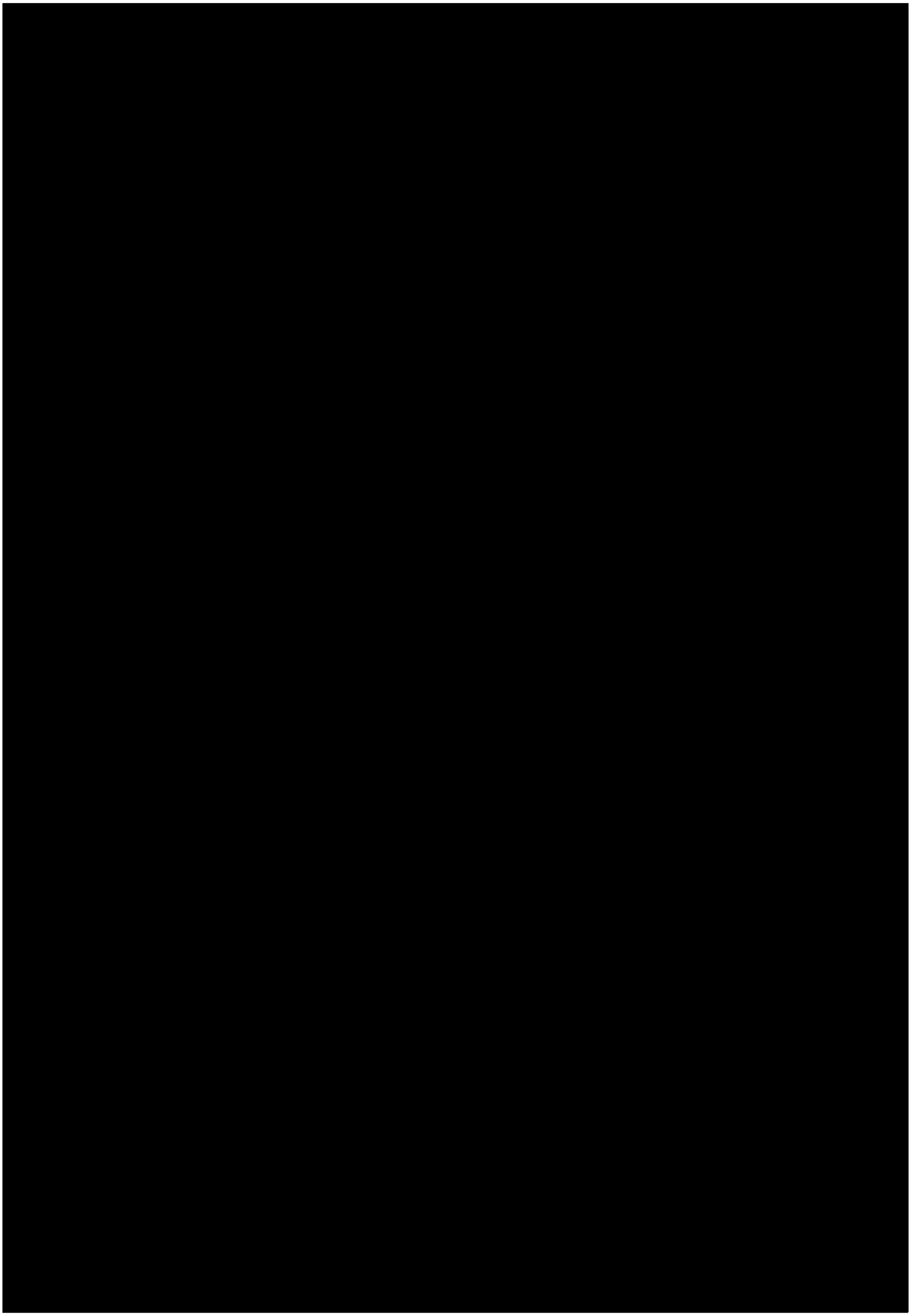
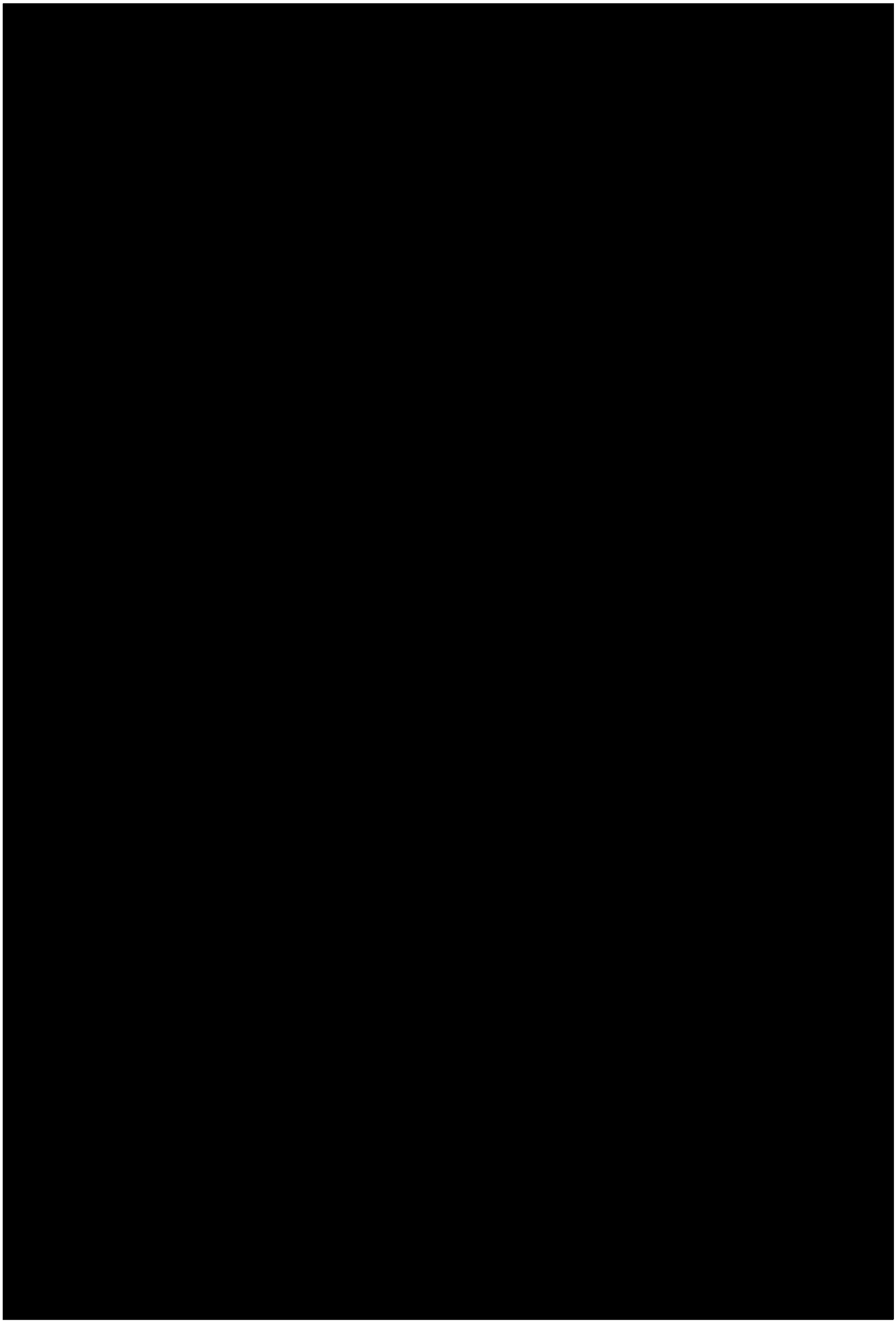
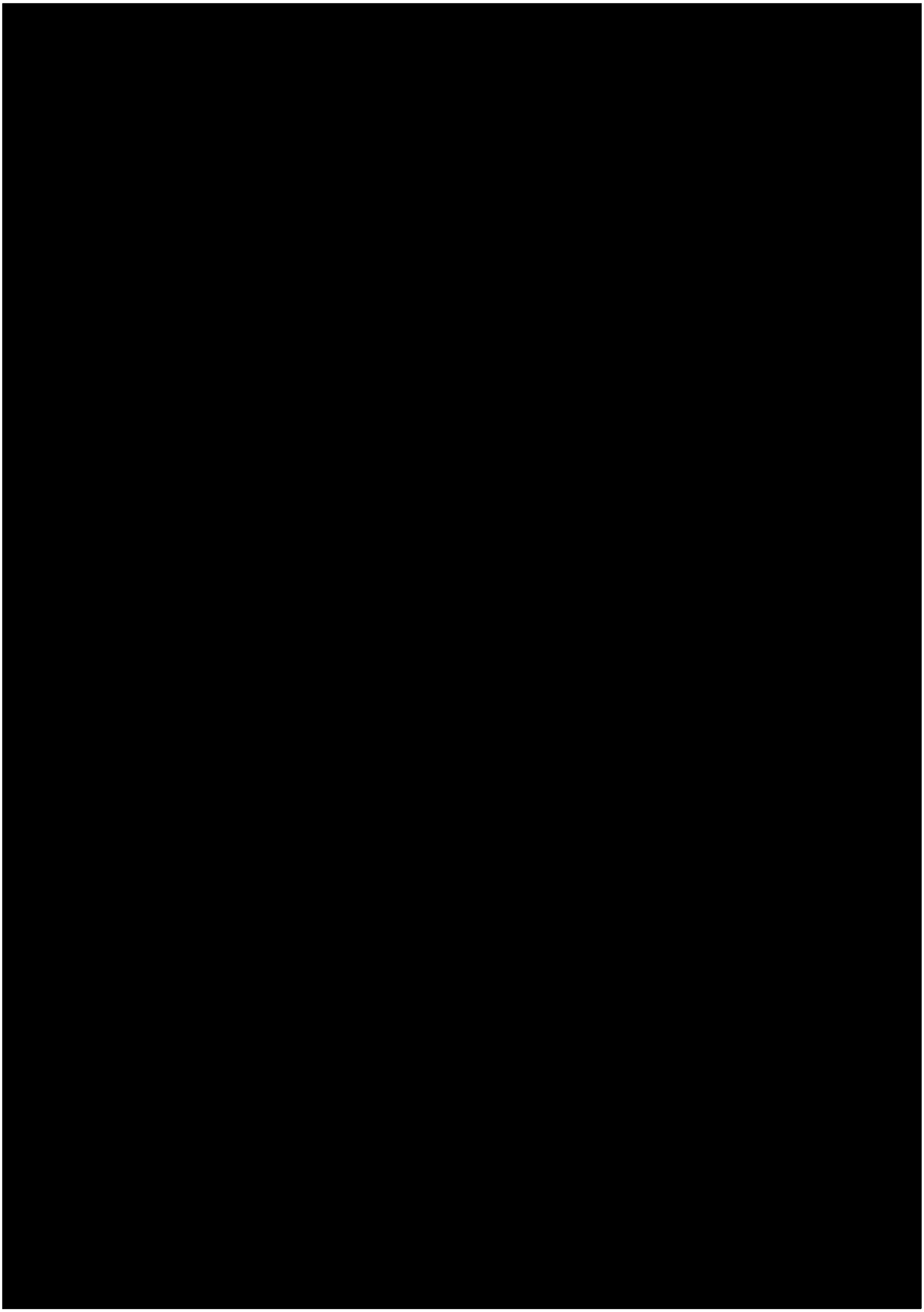
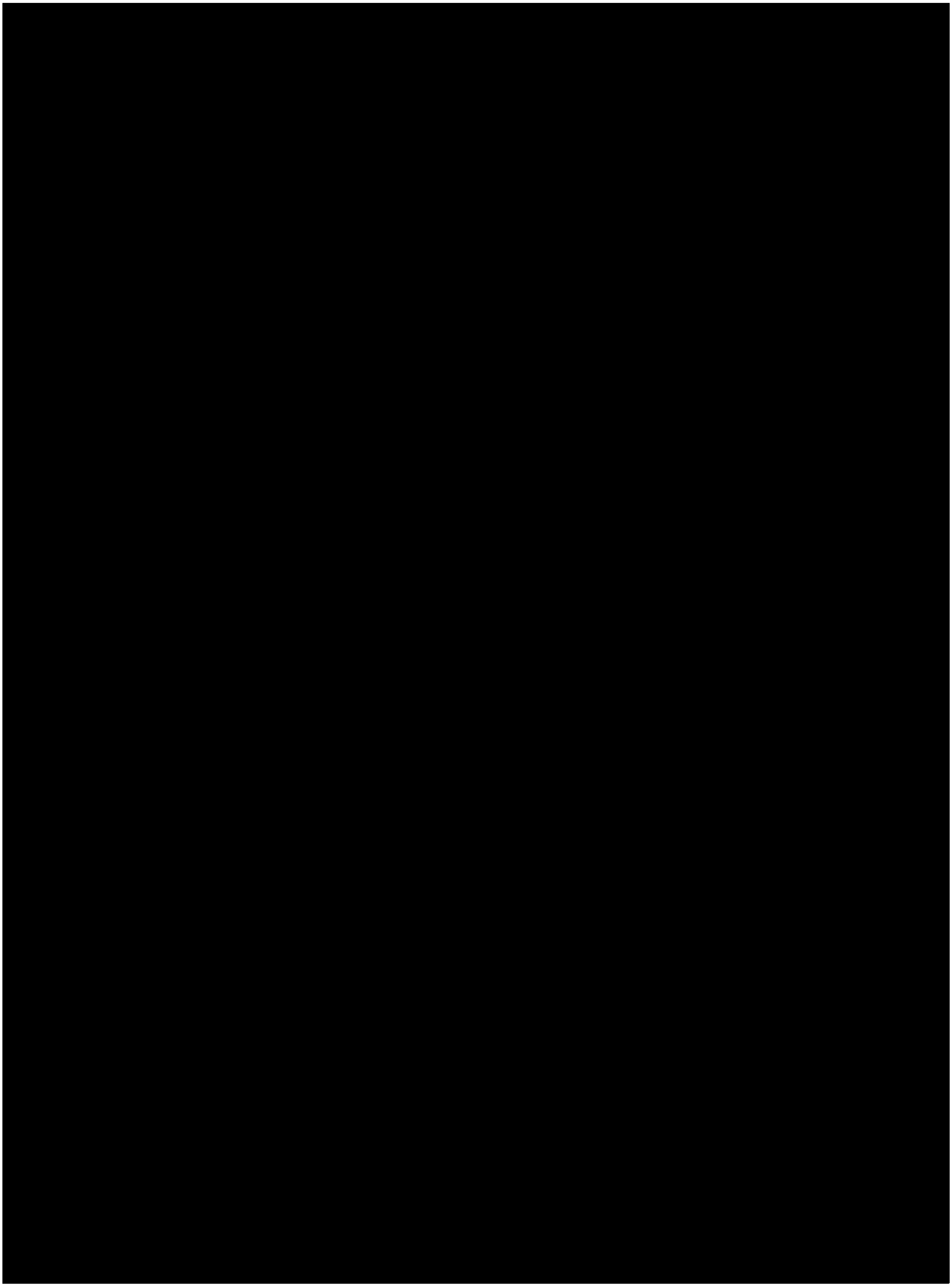
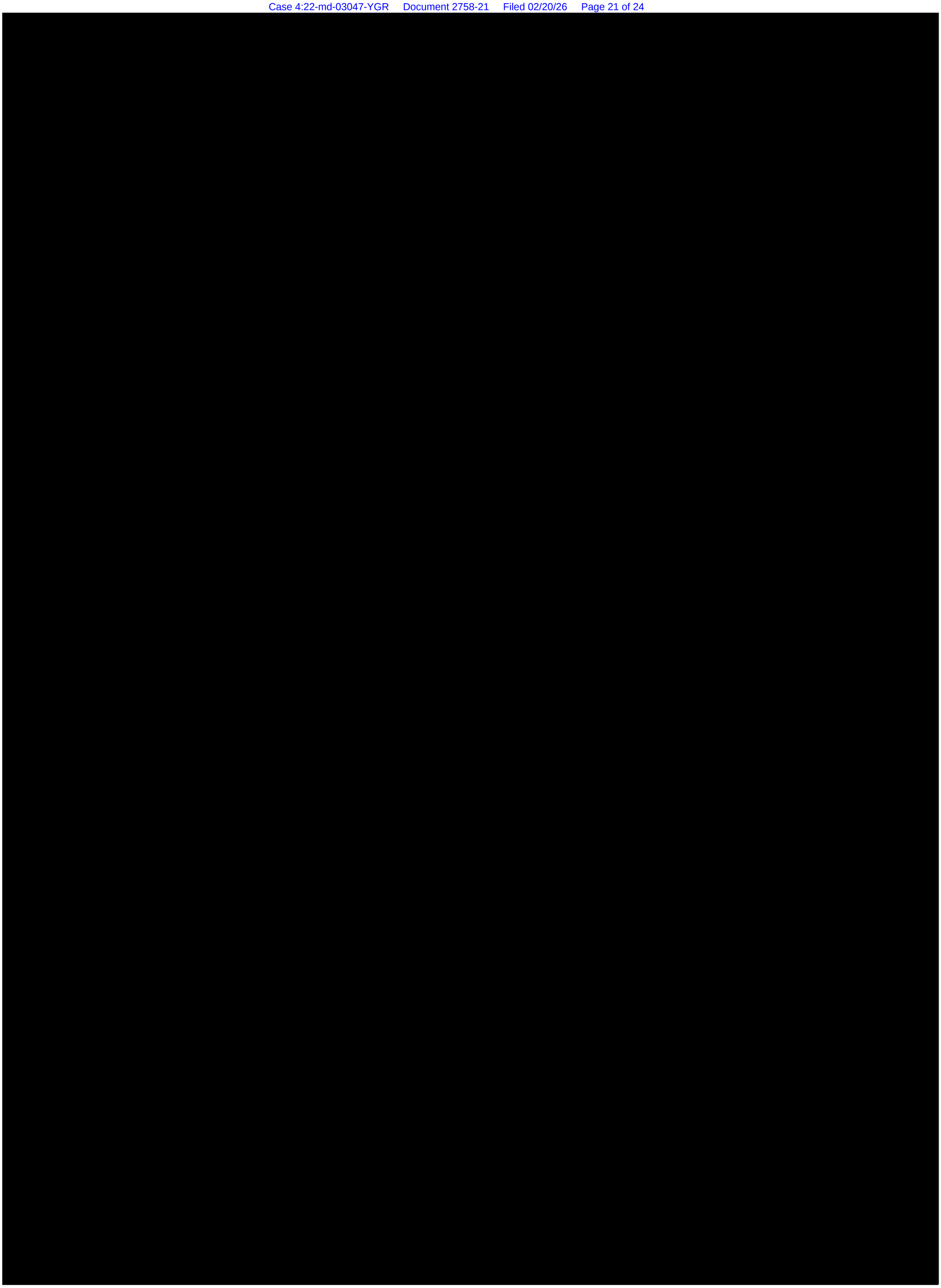
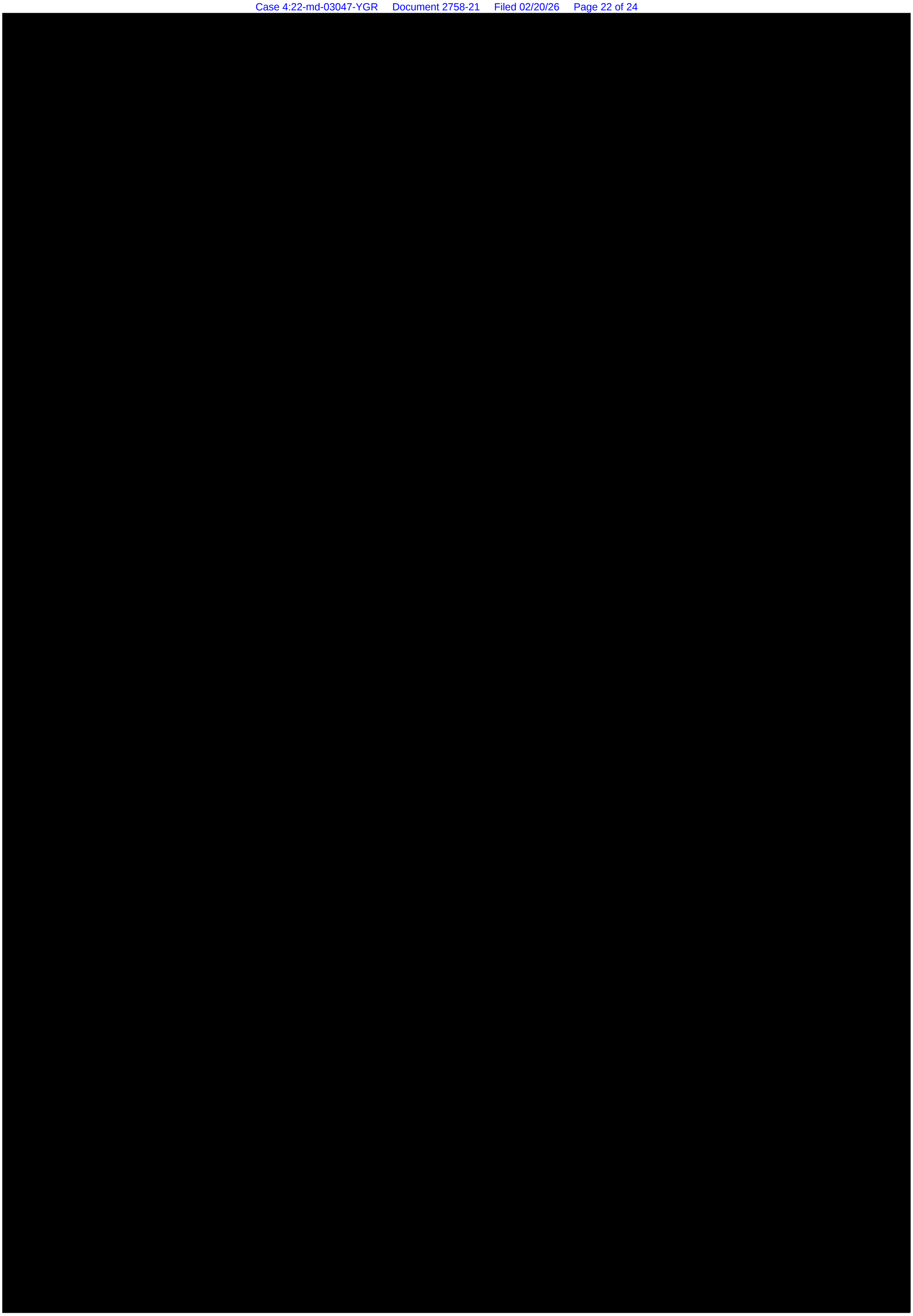
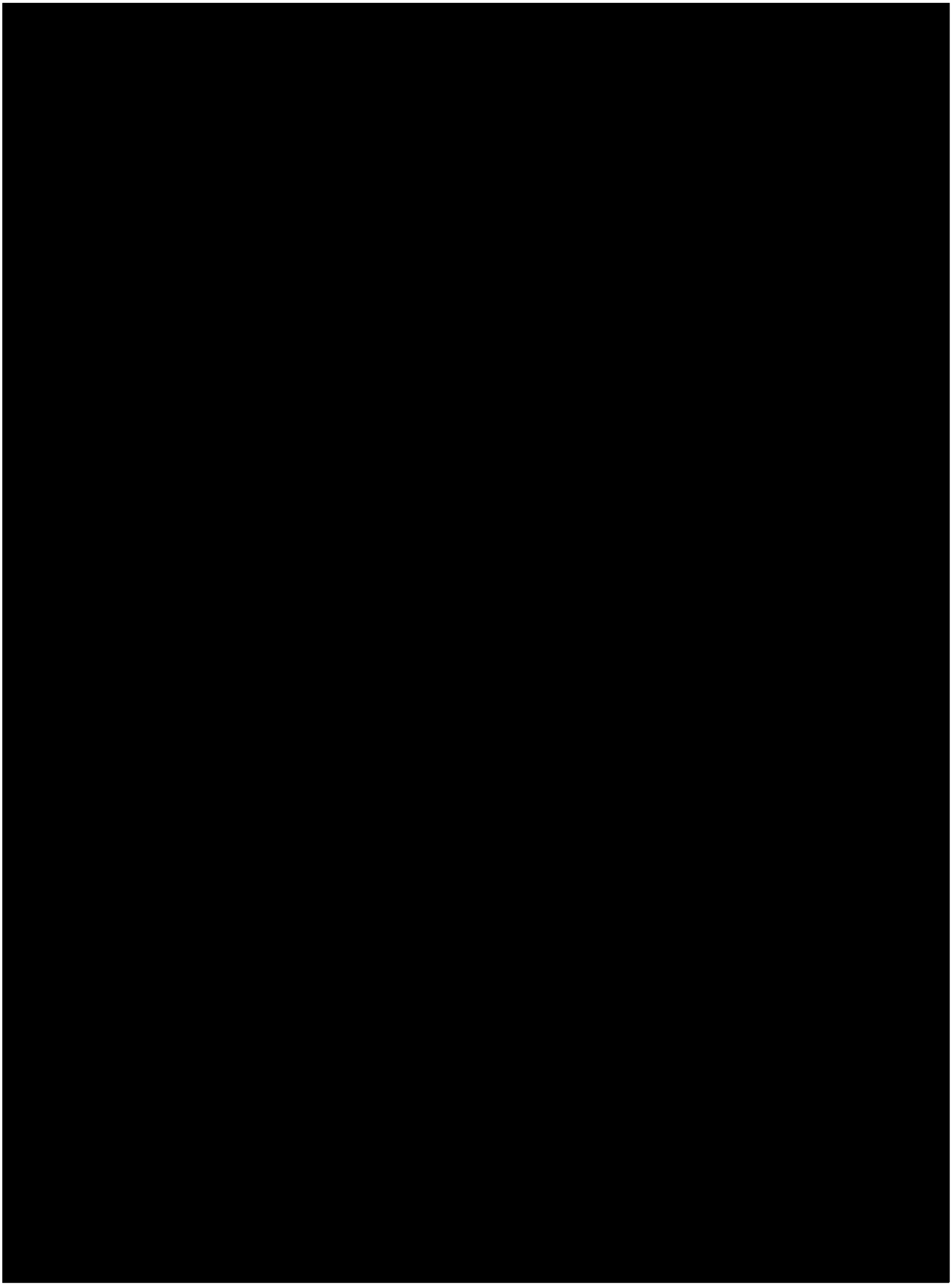
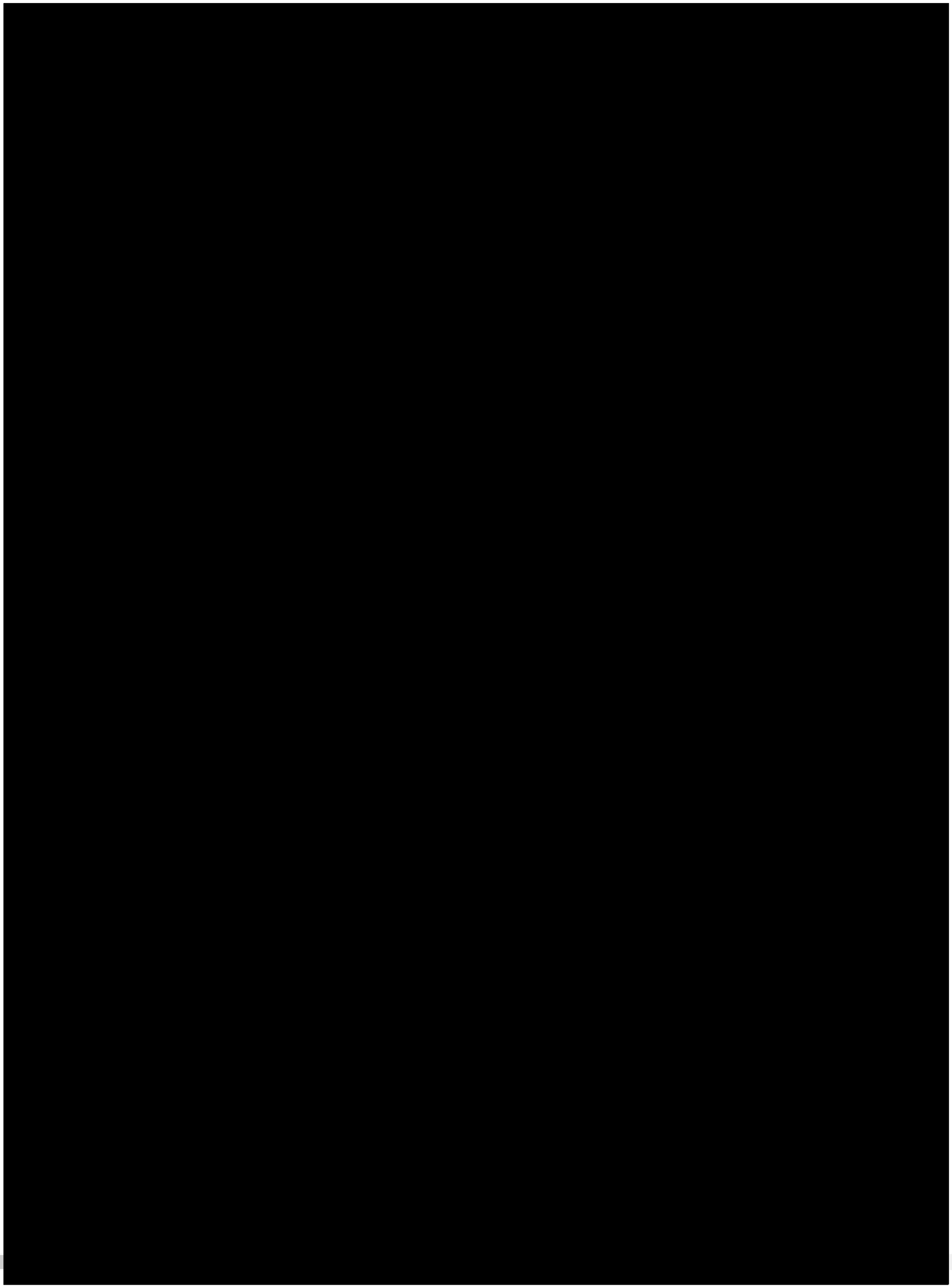
Memes. How are you going to beat IG on that? It's a huge discovery engine.

[redacted] Notes

Social media behaviors are established and don't change.

TAM is large

Need a path from MK to 13+. And 13+ not compelling.

Contact Support

Conversation History