Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL							
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hours per response:	0.5							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

,	Middle	e)							2. Issuer Name and Ticker or Trading Symbol FORTINET INC [FTNT]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
,	Middle	e)	_									X	X Director		10% Owner		Owner					
	(Last) (First) (Middle) C/O FORTINET, INC. 899 KIFER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 02/04/2015							X Officer (give title Other (specify below) VP, Engineering & CTO								
(Street) SUNNYVALE CA 94086				4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	,										
		Nan Dani		Case	!#!	^ -			\:	4 1	fi	.:	0	- al								
1. Title of Security (Instr. 3) 2. Transaction Date					2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or			5. Am Secur Benet Owne		ount of ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership					
							ode	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)						
Common Stock 02/04/20					5		S ⁽¹⁾		15,000(2)	D	\$30.9	32 ⁽³⁾	6,3	77,863	Γ)						
Common Stock 02/04/201							S ⁽¹⁾		15,000 ⁽²⁾	D	\$30.90)76 ⁽⁴⁾	547,488		I		See footnote ⁽⁵⁾					
Common Stock													2,6	68,756	I		See footnote ⁽⁶⁾					
Common Stock													2,668,756		68,756 I		See footnote ⁽⁷⁾					
Та	ble I												wned									
ve Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Date (Month/Day/Year) I Transaction Code (Instr. 8) Transaction Code (Instr. 8) A (A				of Derivat Securit Acquire (A) or Dispos of (D)	ive ies ed ed	Expiration Date (Month/Day/Year) Month/Day/Year) Set Set and 4 Date Expiration				Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of		ivative derivative urity Securities tr. 5) Beneficially Owned Following Reported		Ow For Dir or I (I) (nership m: ect (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)						
Table I - Non- 1. Title of Security (Instr. 3) Common Stock Common Stock Common Stock Common Stock Table II - De (e. 1. Title of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) Frice of Derivative Price of Derivative Security (Instr. 3)				Table II - Derivative Table II - Derivative Table II - Derivative 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	Table II - Non-Derivative Secutor. 3) Table II - Non-Derivative Secutor. 3) 2. Transaction Date (Month/Day/Year) 02/04/2015 02/04/2015 Table II - Derivative Securior (e.g., puts, calls, volume to code (Instr. Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 3. Transaction Odde (Instr. Month/Day/Year) 3. Transaction (Month/Day/Year) 3. Transaction Date (Instr. Month/Day/Year)	Table II - Non-Derivative Securities Table II - Non-Derivative Securities 2. 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Explanation of Responses:

- 1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 2, 2014.
- 2. Represents the aggregate of sales effected on the same day at different prices.
- 3. Represents the weighted average sales price per share. The shares sold at prices ranging from \$30.34 to \$31.22 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- 4. Represents the weighted average sales price per share. The shares sold at prices ranging from \$30.38 to \$31.20 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- 5. Shares held directly by The K.A. Children's Trust dated February 9, 2011, for which the Reporting Person serves as a trustee.
- 6. Shares held directly by the 2014 Michael Xie Grantor Retained Annuity Trust dated March 6, 2014, for which the Reporting Person serves as a trustee.
- 7. Shares held directly by the 2014 Danke Wu Grantor Retained Annuity Trust dated March 6, 2014, for which the Reporting Person serves as a trustee.

Remarks:

/s/ John Whittle, by power of 02/04/2015 attorney

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.