SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b) (Amendment No. __) *

Fortinet, Inc.

(Name of Issuer)

Common Stock, par value \$0.001

(Title of Class of Securities)

34959E109

(CUSIP Number)

December 31, 2009

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

Page 1 of 14 Pages Exhibit Index Contained on Page 13

1	NAME OF REPORT	ING PEI	RSON							
	Meritech Ca	pital Par	rtners II L.l	P. ("MCP II")						
2	CHECK THE APPRO	OPRIAT	E BOX IF	A MEMBER	OF A GR	OUP*				
						(a))	0	(b)	X
3	SEC USE ONLY									
4	CITIZENSHIP OR P Delaware	LACE O	OF ORGAN	NIZATION						
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10	CHECK BOX IF THE EXCLUDES CERTA			MOUNT IN	ROW 9					0
11	PERCENT OF CLAS	SS REPR	RESENTEI	D BY AMOU	NT IN RO	W 9			9.2%	
12	TYPE OF REPORTII	NG PER	RSON*							
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1	NAME OF REPORT	ING PE	RSONMeritech Capital Affiliates II L.P. ("MC	AFF II")							
2	CHECK THE APPR	OPRIAT	E BOX IF A MEMBER OF A GROUP*								
			(a)	0	(b)	X					
3	SEC USE ONLY										
4	CITIZENSHIP OR F Delaware	LACE C	F ORGANIZATION								
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		8	SHARED DISPOSITIVE POWER See response to row 7.								
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10	CHECK BOX IF TH EXCLUDES CERTA		GGREGATE AMOUNT IN ROW (9) o SHARES*								
11	PERCENT OF CLAS	SS REPR	ESENTED BY AMOUNT IN ROW 9		0.2%						
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1	NAME OF REPORT	ING PE	RSONMeritech Capital Associates II LLC			
2	CHECK THE APPR	OPRIAT	E BOX IF A MEMBER OF A GROUP*			
			(a)	0	(b)	X
3	SEC USE ONLY					
4	CITIZENSHIP OR F Delaware	PLACE C	OF ORGANIZATION			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	5	SOLE VOTING POWER 6,336,168 shares, of which 6,131,510 share shares are held by MC AFF II, and 46,888 whom MCA II serves as general partner, exmember of MCA II, may be deemed to have shares, and Madera and Gordon, the manage be deemed to have shared power to vote the	shares ar scept that re sole po ging mem	e held by land II, wer to volumer to MMA II, wer to Market bers of M	MEP II, for a managing te these
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9	AGGREGATE AMC	_	ENEFICIALLY OWNED BY EACH		6,336,16	58
10	CHECK BOX IF TH		REGATE AMOUNT IN ROW (9) RES*			0
11	PERCENT OF CLAS	SS REPR	ESENTED BY AMOUNT IN ROW 9		9.5%	
12	TYPE OF REPORTI	NG PER	SON*		00	

1	NAME OF REPORT	ING PEI	SONMeritech Management Associate	es II L.L.C	C		
2	CHECK THE APPR	OPRIAT	BOX IF A MEMBER OF A GROU	P*			
				(a)	0	(b)	X
3	SEC USE ONLY						
4	CITIZENSHIP OR P Delaware	LACE O	FORGANIZATION				
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		8	SHARED DISPOSITIVE POWER See response to row 7.	₹			
9	AGGREGATE AMO	_	NEFICIALLY OWNED BY EACH			6,336,10	68
10	CHECK BOX IF TH		EGATE AMOUNT IN ROW (9) ES*				0
11	PERCENT OF CLAS	SS REPR	ESENTED BY AMOUNT IN ROW 9)		9.5%	
12	TYPE OF REPORTI	NG PER	ON*			00	

1	NAME OF REPORT	'ING PEI	RSON Paul Madera									
2	CHECK THE APPR	OPRIAT	E BOX IF A MEMBER OF A GROUP*									
			(a)	0	(b)	X						
3	SEC USE ONLY											
4	CITIZENSHIP OR P	LACE C	OF ORGANIZATION									
	U.S. Citizen	l										
	NUMBER OF SHARES	5	SOLE VOTING POWER 0 shares									
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		7	SOLE DISPOSITIVE POWER 0 shares									
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9	AGGREGATE AMO REPORTING PERSO	_	ENEFICIALLY OWNED BY EACH		6,336,16	68						
10	CHECK BOX IF TH EXCLUDES CERTA		REGATE AMOUNT IN ROW (9) RES*			0						
11	PERCENT OF CLAS	SS REPR	ESENTED BY AMOUNT IN ROW 9									
					9.5%							
12	TYPE OF REPORTI	NG PER	SON*		IN							

1	NAME OF REPORT	ING PEI	RSON Michael Gordon									
2	CHECK THE APPR	OPRIAT:	E BOX IF A MEMBER OF A GROUP*									
			(a)	0	(b)	X						
3	SEC USE ONLY											
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	NUMBER OF SHARES	5	SOLE VOTING POWER 0 shares									
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		7	SOLE DISPOSITIVE POWER 0 shares									
		8	SHARED DISPOSITIVE POWER 6,336,168 shares, of which 6,131,510 shares are held by MCP II, 157,770 shares are held by MC AFF II, and 46,888 shares are held by MEP II. MCA II is the general partner of such entities and Gordon, as a managing member of MMA II, a managing member of MCA II, may be deemed to have shared power to dispose of these shares.									
9	AGGREGATE AMC REPORTING PERSO	_	NEFICIALLY OWNED BY EACH		6,336,16	58						
10	CHECK BOX IF TH EXCLUDES CERTA		EGATE AMOUNT IN ROW (9) RES*			0						
11	PERCENT OF CLAS	SS REPR	ESENTED BY AMOUNT IN ROW 9									
					9.5%							
12	TYPE OF REPORTI	NG PER	SON*		IN							

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ITEM 1(A). NAME OF ISSUER

Fortinet, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

1090 Kifer Road Sunnyvale, CA 94086

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by Meritech Capital Partners II L.P., a Delaware limited partnership ("MCP II"), Meritech Capital Affiliates II L.P., a Delaware limited partnership ("MC AFF II"), MCP Entrepreneur Partners II L.P., a Delaware limited partnership ("MEP II"), Meritech Capital Associates II L.L.C., a Delaware limited liability company ("MCA II"), Meritech Management Associates II L.L.C., a Delaware limited liability company ("MMA II"), Paul Madera ("Madera") and Michael Gordon ("Gordon"). The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

MCA II is the general partner of each of MCP II, MC AFF II and MEP II, and may be deemed to have indirect beneficial ownership of shares of the issuer directly owned by MCP II, MC AFF II and MEP II. MMA II is a managing member of MCA II and may be deemed to have indirect beneficial ownership of shares of the issuer directly owned by MCP II, MC AFF II and MEP II. Madera and Gordon are managing members of MMA II and may be deemed to have indirect beneficial ownership of shares of the issuer directly owned by MCP II, MC AFF II and MEP II.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

Meritech Capital Partners 245 Lytton Ave, Suite 350 Palo Alto, CA 94301

ITEM 2(C). <u>CITIZENSHIP</u>

MCP II, MC AFF II and MEP II are Delaware limited partnerships. MCA II and MMA II are Delaware limited liability companies. Madera and Gordon are United States citizens.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

Common Stock CUSIP # 34959E109

ITEM 3. <u>Not Applicable</u>.

CUSIP NO. 34959E109 13 G Page 10 of 14

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

- (c) Number of shares as to which such person has:
 - Sole power to vote or to direct the vote:

 (i)
 - See Row 5 of cover page for each Reporting Person.

 (ii) Shared power to vote or to direct the vote:
 - See Row 6 of cover page for each Reporting Person.
 - (<u>iii</u>) <u>Sole power to dispose or to direct the disposition of:</u> See Row 7 of cover page for each Reporting Person.
 - (<u>iv</u>) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Under certain circumstances set forth in the limited partnership agreements of MCP II, MC AFF II and MEP II, and the limited liability company agreements of MCA II and MMA II, the general and limited partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member, as the case may be.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

CUSIP NO. 34959E109 13 G Page 11 of 14

ITEM 8. <u>IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP</u>

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. <u>CERTIFICATION</u>

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP NO. 34959E109 13 G Page 12 of 14

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2010 MERITECH CAPITAL PARTNERS II L.P. MERITECH CAPITAL ASSOCIATES II L.L.C. By: Meritech Capital Associates II L.L.C. By: Meritech Management Associates II L.L.C. its General Partner a managing member By: Meritech Management Associates II L.L.C. By: /s/ Paul S. Madera a managing member Paul S. Madera, a managing member By: /s/ Paul S. Madera MERITECH MANAGEMENT ASSOCIATES II L.L.C. Paul S. Madera, a managing member By: /s/ Paul S. Madera MERITECH CAPITAL AFFILIATES II L.P. Paul S. Madera, a managing member By: Meritech Capital Associates II L.L.C. its General Partner /s/ Paul S. Madera Paul S. Madera By: Meritech Management Associates II L.L.C. a managing member /s/ Michael B. Gordon Michael B. Gordon By: /s/ Paul S. Madera Paul S. Madera, a managing member MCP ENTREPRENEUR PARTNERS II L.P.

By: Meritech Capital Associates II L.L.C.

its General Partner

By: Meritech Management Associates II L.L.C.

a managing member

By: <u>/s/ Paul S. Madera</u>

Paul S. Madera, a managing member

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* Rule 13d-7 for other parties for whom copies are to be sent.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

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EXHIBIT INDEX

Found on Sequentially <u>Numbered Page</u>

<u>Exhibit</u>

Exhibit A: Agreement of Joint Filing

14

EXHIBIT A

Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of Fortinet, Inc. shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: February 12, 2010

MERITECH CAPITAL PARTNERS II L.P.

By: Meritech Capital Associates II L.L.C. its General Partner

By: Meritech Management Associates II L.L.C. a managing member

By: /s/ Paul S. Madera

Paul S. Madera, a managing member

MERITECH CAPITAL AFFILIATES II L.P.

By: Meritech Capital Associates II L.L.C. its General Partner

By: Meritech Management Associates II L.L.C. a managing member

By: <u>/s/ Paul S. Madera</u>
Paul S. Madera, a managing member

MCP ENTREPRENEUR PARTNERS II L.P.

By: Meritech Capital Associates II L.L.C. its General Partner

By: Meritech Management Associates II L.L.C. a managing member

By: <u>/s/ Paul S. Madera</u>
Paul S. Madera, a managing member

MERITECH CAPITAL ASSOCIATES II L.L.C.

By: Meritech Management Associates II L.L.C. a managing member

By: <u>/s/ Paul S. Madera</u>
Paul S. Madera, a managing member

MERITECH MANAGEMENT ASSOCIATES II L.L.C.

By: <u>/s/ Paul S. Madera</u>
Paul S. Madera, a managing member

/s/ Paul S. Madera Paul S. Madera

/s/ Michael B. Gordon Michael B. Gordon