FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(h)

obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

Name and Address of Reporting Person* Xie Ken			2. Issuer Name and Ticker or Trading Symbol Fortinet, Inc. [FTNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) C/O FORTINI 909 KIFER R	(First) (Middle) DRTINET, INC. FER ROAD		3. Date of Earliest Transaction (Month/Day/Year) 09/17/2024	Officer (give title Other (specify below) PRESIDENT & CEO
(Street) SUNNYVALI (City)	E CA (State)	94086 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	09/17/2024		M		41,666	A	\$9.812	48,884,188	D		
Common Stock	09/17/2024		S ⁽¹⁾		23,511	D	\$75.7502(2)	48,860,677	D		
Common Stock	09/18/2024		М		41,667	A	\$9.812	48,902,344	D		
Common Stock	09/18/2024		S ⁽¹⁾		22,438	D	\$74.9005(3)	48,879,906	D		
Common Stock	09/18/2024		S ⁽¹⁾		1,100	D	\$75.6604 ⁽⁴⁾	48,878,806	D		
Common Stock								4,256,201	I	By trust ⁽⁵⁾	
Common Stock								4,256,201	I	By trust ⁽⁶⁾	
Common Stock								3,243,799	I	By trust ⁽⁷⁾	
Common Stock								3,243,799	I	By trust ⁽⁸⁾	

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
		vative urities uired or oosed O) (Instr.	Expiration D	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
\$9.812	09/17/2024		М			41,666	(9)	02/20/2025	Common Stock	41,666	\$0	458,334	D	
\$9.812	09/18/2024		М			41,667	(9)	02/20/2025	Common Stock	41,667	\$0	416,667	D	
	Conversion or Exercise Price of Derivative Security	2. Conversion or Exercise Price of Derivative Security \$9.812 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 99.812	2. Conversion or Exercise Price of Derivative Security \$9.812 (e.g., 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code \$9.812 09/17/2024 M	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date Execution Date, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V (A) S9.812 09/17/2024 M	(e.g., puts, calls, warrants) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) \$9.812	(e.g., puts, calls, warrants, options, 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable \$9.812 09/17/2024 M 41,666 (9)	(e.g., puts, calls, warrants, options, convertible conversion or Exercise Price of Derivative Security \$9.812 (e.g., puts, calls, warrants, options, convertible conversion of Exercise Price of Derivative Securities (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Code V (A) (D) Date Expiration Date (Month/Day/Year) Expiration Date (Month/Day/Year) Augustation Date (Month/Day/Year)	(e.g., puts, calls, warrants, options, convertible security 3. Transaction Date (Month/Day/Year) Price of Derivative Security Code V (A) (D) \$9.812 09/17/2024 4. Transaction Date (Month/Day/Year) Code V (A) (D) \$0. Date Exercisable and Expiration Date (Month/Day/Year) Transaction Code (Instr. 8) Code V (A) (D) \$0. Date Expiration Date (Month/Day/Year) Code V (A) (D) \$0. Date Expiration Date (Month/Day/Year) Title \$1. Title an of Security (Instr. 3 ar Options) Transaction Date (Month/Day/Year) Code V (A) (D) \$1. Title an of Security (Instr. 3 ar Options) Transaction Date (Month/Day/Year) Transaction Date (Month/Day/Year)	(e.g., puts, calls, warrants, options, convertible securities) 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) Code (Instr. 8) Code (Inst	(e.g., puts, calls, warrants, options, convertible securities) 2. Conversion or Exercise Price of Derivative Security Security \$\frac{3.\text{Transaction Date}{\text{Execution Date,}}{\text{if any}}{\text{(Month/Day/Year)}} \frac{4.\text{Transaction Date}{\text{Execution Date,}}{\text{if any}}{\text{(Month/Day/Year)}} \frac{4.\text{Transaction Code (Instr. 8)}}{\text{Code} \text{V} \text{(A)} \text{ or Disposed of (D) (Instr. 3, 4 and 5)}} \frac{6.\text{ Date Exercisable and Expiration Date}}{\text{Underlying Derivative Security}} \frac{8.\text{Price of Derivative Security}}{\text{Underlying Derivative Security}} \frac{1.\text{Title and Amount of Securities}}{\text{Underlying Derivative Security}} \frac{1.\text{Underlying Derivative Security}}{\text{Unstr. 3 and 4}} \frac{1.\text{V}}{\text{Underlying Derivative Security}} \frac{1.\text{Vinstr. 3 and 4}}{\text{V}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 3 and 4}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 5}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 3 and 4}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 3 and 4}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 5}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 5}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 3 and 4}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 5}} \frac{1.\text{Vinstr. 6}}{\text{Vinstr. 5}} \frac{1.\text{Vinstr. 5}}{\text{Vinstr. 5}} 1.\t	(e.g., puts, calls, warrants, options, convertible securities) 2. Conversion or Exercise Price of Derivative Security Price of Options, convertible securities 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A. Transaction Code (Instr. 8) 4. Transaction Code (Instr. 8) (Month/Day/Year) (Instr. 4) (Instr. 5) (Instr. 4) (Instr. 4)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Onversion of Exercise (Month/Day/Year) Derivative Security Securi

Explanation of Responses

- $1. \ The \ reported \ transaction \ was \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ Reporting \ Person \ on \ September \ 8,2023.$
- 2. Represents the weighted average sale price. The lowest price at which shares were sold was \$75.47 and the highest price at which shares were sold was \$76.38. The Reporting Person undertakes to provide upon request to the staff of the Securities and Exchange Commission, the Issuer or its stockholders, full information regarding the total number of shares sold at each separate price within the ranges set forth in footnotes (2) through (4) to this Form 4.
- 3. Represents the weighted average sale price. The lowest price at which shares were sold was \$74.55 and the highest price at which shares were sold was \$75.53.
- 4. Reepresents the weighted average sale price. The lowest price at which shares were sold was \$75.55 and the highest price at which shares were sold was \$75.81.
- 5. These securities are held by a grantor retained annuity trust for the benefit of the Reporting Person.
- 6. These securities are held by a grantor retained annuity trust for the benefit of the Reporting Person's spouse.
- 7. These securities are held by a 2024 grantor retained annuity trust for the benefit of the Reporting Person.

8. These securities are held by a 2024 grantor retained annuity trust for the benefit of the Reporting Person's spouse.

9. The options are fully vested.

/s/ Robert Turner, by power of attorney

<u>6 09/18/2024</u>

** 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.