FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
	Estimated average burden									
- 1	hours per response	. 05								

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

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

1. Name and Address of Reporting Person* <u>Jensen Keith</u>						2. Issuer Name and Ticker or Trading Symbol Fortinet, Inc. [FTNT]										5. Relationship of Reporting Person(s) to Is (Check all applicable) Director 10% O X Officer (give title Other (Check all applicable)					
(Last) (First) (Middle) C/O FORTINET, INC.						3. Date of Earliest Transaction (Month/Day/Year) 02/01/2022											ccoui	below)			
899 KIFER ROAD (Street) SUNNYVALE CA 94086					4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(5		(Zip)	D				: ^-				-f D		-11	0						
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ur) i	2A. Deemed Execution Date,		3. Transaction Code (Instr.				ed (A) or		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
							v	Amount	(A) o (D)	Price	Price		Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)					
Common Stock				02/01	/2022				M ⁽¹⁾		1,250	A \$		00	2,095			D			
Common Stock				02/01	02/01/2022						982	82 A		00	3,077			D			
Common	Stock		02/01	2/01/2022						849	A \$		00	3,926			D				
Common Stock				02/01	1/2022				M ⁽¹⁾		3,195	3,195 A		00	7,121			D			
Common	Stock			02/01	/2022				F ⁽²⁾		2,638	D	\$302	2.18	4,	,483		D			
		Т	able II -								osed of converti				wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	n Date,	4. Transactio Code (Inst 8)				6. Date Exercis Expiration Date (Month/Day/Yea		te	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		De Se (In	. Price of Perivative Security Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	ode V		(D)	Date Exercisa		Expiration Date	Title	Amour or Numbe of Shares	er							
Restricted Stock Units	\$0.00 ⁽³⁾	02/01/2022			M ⁽¹⁾			1,250	(4)		(5)	Common Stock	1,250		\$0.00	0		D			
Restricted Stock	¢n nn(3)	02/01/2022			M(1)			982	(6)		(5)	Common	982		90.00	3 928		n			

\$0.00⁽³⁾

\$0.00⁽³⁾

Units Restricted

Stock

Units Restricted

Stock

Units

- 1. Vesting of restricted stock units ("RSUs") previously granted to the Reporting Person.
- 2. Exempt transaction pursuant to Section 16b-3(e) payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3. All of the shares reported as disposed of in this Form 4 were relinquished by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's agreement to pay federal and state tax withholding obligations of the Reporting Person resulting from the vesting of restricted stock units.

(7)

(8)

849

3,195

3. Each RSU represents a contingent right to receive one share of the Issuer's common stock upon vesting.

M⁽¹⁾

M⁽¹⁾

- 4. 25% of the RSUs vested on February 1, 2019, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter until the RSUs are 100% vested, subject to the continuing employment of the Reporting Person on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting
- 5. RSUs do not expire; they either vest or are canceled prior to the vesting date.

02/01/2022

02/01/2022

- 6. 25% of the RSUs vested on February 1, 2020, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter until the RSUs are 100% vested, subject to the continuing employment of the Reporting Person on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.
- 7. 25% of the RSUs vested on February 1, 2021, and the remaining 75% of the RSUs will yest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.
- 8. 25% of the RSUs vested on February 1, 2022, and the remaining 75% of the RSUs will vest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

Remarks:

/s/ Robert Turner, by power of <u>attorney</u>

02/03/2022

** Signature of Reporting Person

Common

Stock

Commor

Stock

(5)

(5)

849

3,195

\$0.00

\$0.00

6 790

9,586

D

D

- * 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.