

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Redpoint Ventures II, LLC</u> (Last) (First) (Middle) 3000 SAND HILL ROAD BUILDING 2, SUITE 290 (Street) MENLO PARK CA 94025 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FORTINET INC [FTNT]</u> 3. Date of Earliest Transaction (Month/Day/Year) 05/17/2010 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/17/2010		J ⁽¹⁾		2,000,000	D	\$0	5,813,452	I	By Redpoint Ventures II, L.P. ⁽¹⁾
Common Stock	05/17/2010		J ⁽²⁾		614,000	A	\$0	614,000	I	By Redpoint Ventures II, LLC ⁽²⁾
Common Stock	05/17/2010		J ⁽²⁾		614,000	D	\$0	0	I	By Redpoint Ventures II, LLC ⁽²⁾
Common Stock	05/17/2010		J ⁽³⁾		46,245	D	\$0	134,422	I	By Redpoint Associates II, LLC ⁽³⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)					

1. Name and Address of Reporting Person*
Redpoint Ventures II, LLC

 (Last) (First) (Middle)
 3000 SAND HILL ROAD
 BUILDING 2, SUITE 290

 (Street)
 MENLO PARK CA 94025

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Redpoint Ventures II, L.P.

(Last)	(First)	(Middle)
3000 SAND HILL ROAD		
BUILDING 2, SUITE 290		
<hr/>		
(Street)		
MENLO PARK	CA	94025
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Redpoint Associates II, LLC](#)

(Last)	(First)	(Middle)
3000 SAND HILL ROAD		
BUILDING 2, SUITE 290		
<hr/>		
(Street)		
MENLO PARK	CA	94025
<hr/>		
(City)	(State)	(Zip)

Explanation of Responses:

1. Represents a pro-rata in-kind distribution of Common Stock of the Issuer by Redpoint Ventures II, L.P. without consideration to its limited partners and Redpoint Ventures II, LLC, its general partner.
2. Represents the receipt of shares by virtue of the distribution described in footnote (1) and subsequent pro-rata in-kind distribution of such shares by Redpoint Ventures II, LLC without consideration to its members.
3. Represents a pro-rata in-kind distribution of Common Stock of the Issuer by Redpoint Associates II, LLC without consideration to its members.

[/s/ John L. Walecka, as
Manager of Redpoint Ventures II, LLC](#) [05/19/2010](#)

[/s/ John L. Walecka, as
Manager of Redpoint Ventures II, LLC, which serves as the
general partner of Redpoint Ventures II, L.P.](#) [05/19/2010](#)

[/s/ John L. Walecka, as
Manager of Redpoint Associates II, LLC](#) [05/19/2010](#)

** 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.