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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL								
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1 Indiric and Address of Reporting Leson		n*	2. Issuer Name and Ticker or Trading Symbol <u>FORTINET INC</u> [FTNT]		ationship of Reporting Perso (all applicable) Director	on(s) to Issuer 10% Owner
(Last) C/O FORTINET 899 KIFER ROA	·	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2018	x	Officer (give title below) CFO & Chief Account	Other (specify below) hting Officer
(Street) SUNNYVALE (City)	CA (State)	94086 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing (Form filed by One Repor Form filed by More than (Person	ting 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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	08/01/2018		M ⁽¹⁾		1,563	A	\$ <mark>0</mark>	2,125	D	
Common Stock	08/01/2018		M ⁽²⁾		250	A	\$ <mark>0</mark>	2,375	D	
Common Stock	08/01/2018		M ⁽³⁾		313	A	\$ <mark>0</mark>	2,688	D	
Common Stock	08/01/2018		M ⁽⁴⁾		938	A	\$ <mark>0</mark>	3,626	D	
Common Stock	08/01/2018		M ⁽⁵⁾		1,250	A	\$ <mark>0</mark>	4,876	D	
Common Stock	08/01/2018		F ⁽⁶⁾		2,141	D	\$64.6	2,735	D	

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. Transa Code (8)				of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year) ed		Expiration Date (Month/Day/Year)		Expiration Date		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														
Restricted Stock Units	\$0 ⁽⁷⁾	08/01/2018		M ⁽¹⁾			1,563	(8)	(8)	Common Stock	1,563	\$0	0	D											
Restricted Stock Units	\$0 ⁽⁷⁾	08/01/2018		M ⁽²⁾			250	(9)	(9)	Common Stock	250	\$0	500	D											
Restricted Stock Units	\$0 ⁽⁷⁾	08/01/2018		M ⁽³⁾			313	(10)	(10)	Common Stock	313	\$0	1,250	D											
Restricted Stock Units	\$0 ⁽⁷⁾	08/01/2018		M ⁽⁴⁾			938	(11)	(11)	Common Stock	938	\$0	5,625	D											
Restricted Stock Units	\$0 ⁽⁷⁾	08/01/2018		M ⁽⁵⁾			1,250	(12)	(12)	Common Stock	1,250	\$0	12,500	D											

Explanation of Responses:

1. Vesting of restricted stock units ("RSUs") granted to the Reporting Person on August 6, 2014.

2. Vesting of RSUs granted to the Reporting Person on February 11, 2015.

3. Vesting of RSUs granted to the Reporting Person on August 5, 2015.

4. Vesting of RSUs granted to the Reporting Person on February 11, 2016.

5. Vesting of RSUs granted to the Reporting Person on February 16, 2017.

6. 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 on this row 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 RSUs. The Reporting Person did not sell or otherwise dispose of any of the shares reported on this Form 4 for any reason other than to cover required taxes.

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

8. 25% of the RSUs vested on August 1, 2015, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter, until such time as 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.

9. 25% of the RSUs vest on February 1, 2016, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter, until such time as 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.

10. 25% of the RSUs vest on August 1, 2016, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter, until such time as 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.

11. 25% of the RSUs vest on February 1, 2017, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter, until such time as 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.

12. 25% of the RSUs vest on February 1, 2018, then the remaining 75% of the RSUs vest in equal installments on each quarterly anniversary thereafter, until such time as 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.

/s/ John Whittle, by power of

attorney

<u>08/03/2018</u>

Date

** Signature of Reporting Person

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

 \ast 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.