Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANG	SES IN BENEFICIAL	OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
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ı	hours per response:	0.5								

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* PAISLEY CHRISTOPHER B						2. Issuer Name and Ticker or Trading Symbol FORTINET INC [ FTNT ]										elationshi eck all app CDirec	licable)	ig Pers	son(s) to Issi 10% Ow	
(Last) (First) (Middle) C/O FORTINET, INC. 1090 KIFER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 10/25/2010										Offic belo	er (give title v)		Other (s below)	pecify
(Street) SUNNYVALE CA 94086					_ 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line	ndividual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(S	state)	(Zip)																	
		Tak	ole I - Noi	n-Deri	vativ	e Se	curit	ties Ac	quir	ed, Di	isp	osed o	f, or B	ene	ficiall	y Owne	d			
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		, Ti	Transaction D Code (Instr. 5		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			(A) or 3, 4 and	Secur Benefi Owner	cially Following	Form (D) o	Form: Direct D) or Indirect I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
									С	ode V		Amount	(A) (D)	or	Price		ed ction(s) 3 and 4)			(Instr. 4)
Common Stock 10					25/201	010			М		20,00	0	A	\$0.95	2	0,000		D		
Common	Stock			10/2	25/201	10				S <sup>(1)</sup>		20,00	0	)	\$30		0		D	
		-	Table II -									sed of, onvertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,		Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate Exerc ration Da nth/Day/\	ate	of Secur ) Underlyi		urities ying tive Security		8. Price of Derivative Security (Instr. 5)		e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	ode V		(D)	Date Exer	cisable		xpiration ate	Title	or Ni of	umber					
Stock Option (right to buy)	\$0.95	10/25/2010			M			20,000		(2)	02	2/26/2014	Commo Stock	n 20	0,000	\$0	54,00	0	D	

## **Explanation of Responses:**

- 1. The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2010.
- 2. Shares subject to the option are fully vested and immediately exercisable.

/s/ John Whittle, by power of 10/26/2010 <u>attorney</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.