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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

### 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 OMB Number: 3235-0287 Estimated average burden

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Person* NEUKOM WILLIAM H.			2. Issuer Name and Ticker or Trading Symbol <u>FORTINET INC</u> [FTNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	(Last) (First) (Middle) C/O FORTINET, INC.		3. Date of Earliest Transaction (Month/Day/Year) 02/13/2015	Х	Director Officer (give title below)	Other (specify below)		
899 KIFER ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	<ol> <li>Individual or Joint/Group Filing (Check Applicable ine)</li> </ol>			
(Street) SUNNYVALE	E CA 94086				Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)						

#### 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)	Transaction Code (Instr.					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)		(1130.4)
Common Stock	02/13/2015		<b>M</b> <sup>(1)</sup>		1,250	Α	\$ <mark>0</mark>	11,656	D	
Common Stock	02/13/2015		<b>M</b> <sup>(2)</sup>		331	Α	\$ <mark>0</mark>	11,987	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		6. Date Exerc Expiration Da (Month/Day/Y	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				
Restricted Stock Units	\$0 <sup>(3)</sup>	02/13/2015		M <sup>(1)</sup>			1,250	(4)	(4)	Common Stock	1,250	\$0	10,000	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	02/13/2015		M <sup>(2)</sup>			331	(5)	(5)	Common Stock	331	\$0	3,313	D	

**Explanation of Responses:** 

1. Vesting of restricted stock units ("RSUs") granted to the Reporting Person on February 13, 2013.

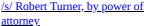
2. Vesting of RSUs granted to the Reporting Person on August 13, 2013.

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

4. 25% of the RSUs vest on February 13, 2014, 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 service 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. 25% of the RSUs vest on August 13, 2014, 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 service of the Reporting Person on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

Remarks:



02/17/2015

\*\* 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.