SEC Form 4	ŀ
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject 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

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)			
<u>INEUKUWI W</u>		-		X	Director	10% Owner		
(Last) C/O FORTINET 899 KIFER ROA	·	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2022		Officer (give title below)	Other (specify below)		
699 KIFEK KOAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	ng (Check Applicable				
(Street) SUNNYVALE			_	Line) X	Form filed by One Re Form filed by More th 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)	Code (Transaction Disposed Of Code (Instr. 5)		. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and D)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	09/30/2022		M ⁽¹⁾		1,032	A	\$0.00	283,012(2)	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of Derivative 9. Number of 10. 11. Nature -. Transaction Code (Instr. 8) Amount of Securities Underlying Derivative Seci (Instr. 3 and 4) Execution Date, if any (Month/Day/Year) Conversion or Exercise of Indirect Beneficial Derivative Date (Month/Day/Year) Expiration Date (Month/Day/Year) derivative Ownership Derivative Security (Instr. 5) Security (Instr. 3) Form: Securities Price of Direct (D) Securities Beneficially Ownership Derivative Security Acquired curity Owned Following or Indirect (I) (Instr. 4) (Instr. 4) (A) or Disposed Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Expiration Date Date Shares (D) Code ν (A) Exercisable Title Restricted **M**⁽¹⁾ Commo **\$0.00**⁽³⁾ 1,032 Stock Units (4) (5) 09/30/2022 1,032 \$0.00 3,099 D Stock

Explanation of Responses:

1. Vesting of restricted stock units ("RSUs") granted to the Reporting Person on August 17, 2022.

2. The Reporting Person's holdings have been adjusted to reflect the 5-for-1 stock split of the Issuer's common stock that occurred on June 22, 2022.

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

4. The RSUs will vest in substantially equal increments on each of September 30, 2022, December 31, 2022, March 31, 2023, and the earlier of (i) June 30, 2023 and (ii) the date immediately preceding the Issuer's 2023 annual meeting of stockholders, subject to the Reporting Person's provision of services to the Issuer on each vesting date. Shares of the Issuer's Common Stock will be delivered to the Reporting Person following vesting.

5. RSUs do not expire; they either vest or are canceled prior to vest date

Remarks:

/s/ Robert Turner, by power of attorney



** 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.