

OMB APPROVAL	
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**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>WALECKA JOHN L</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>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/02/2011	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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								182,854 <sup>(1)(2)</sup>	I	See footnote <sup>(3)</sup>
Common Stock								55,204 <sup>(1)(4)</sup>	I	See footnote <sup>(5)</sup>

**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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$20.13	08/02/2011		A		15,000		(6)	08/02/2018	Common Stock	15,000	\$0	15,000	D	
Stock Option (right to buy)	\$8.99 <sup>(1)(7)</sup>							(8)	08/05/2017	Common Stock	42,000 <sup>(1)(7)</sup>		42,000 <sup>(1)(7)</sup>	D	

**Explanation of Responses:**

- On June 1, 2011, the common stock of the Issuer split 2-for-1, in the form of a 100% stock dividend, to all stockholders of record as of the close of business on May 9, 2011 (the "Stock Split").
- As a result of the Stock Split, ownership by the Walecka 1992 Living Trust udt dated December 31, 1992 ("Walecka Trust") includes 91,427 additional shares of common stock.
- The shares are held by the Walecka Trust. The Reporting Person is a trustee and beneficiary of the Walecka Trust.
- As a result of the Stock Split, ownership by Walecka Enterprises I, L.P. ("Walecka LP") includes 27,602 additional shares of common stock.
- The shares are held by Walecka LP. The Reporting Person is the General Manager of Walecka Capital LLC which serves as the general partner of Walecka LP.
- The option vests in forty-eight equal monthly installments beginning on September 2, 2011.
- The option was previously reported as covering 21,000 shares at an exercise price of \$17.98 per share, but was adjusted to reflect the Stock Split.
- The option vests in forty-eight equal monthly installments beginning on September 5, 2010.

/s/ John Whittle, by power of attorney      08/03/2011

\*\* 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.

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