

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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Estimated average burden

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* <u>Perche Patrice</u> (Last) (First) (Middle) <u>C/O FORTINET, INC.</u> <u>899 KIFER ROAD</u> (Street) <u>SUNNYVALE CA 94086</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/14/2022</u>	3. Issuer Name and Ticker or Trading Symbol <u>Fortinet, Inc. [FTNT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Revenue Off./EVP Supp.</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>23,423</u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option (right to buy)</u>	<u>(1)</u>	<u>02/21/2026</u>	<u>Common Stock</u>	<u>33,594</u>	<u>84.49</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(2)</u>	<u>02/21/2027</u>	<u>Common Stock</u>	<u>36,549</u>	<u>114.48</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(3)</u>	<u>02/19/2028</u>	<u>Common Stock</u>	<u>35,766</u>	<u>171.93</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(4)</u>	<u>02/17/2029</u>	<u>Common Stock</u>	<u>18,147</u>	<u>310.54</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(5)</u>	<u>02/20/2025</u>	<u>Common Stock</u>	<u>10,417</u>	<u>49.06</u>	<u>D</u>	
<u>Restricted stock units</u>	<u>(6)</u>	<u>(7)</u>	<u>Common Stock</u>	<u>6,049</u>	<u>0.00⁽⁸⁾</u>	<u>D</u>	
<u>Restricted stock units</u>	<u>(9)</u>	<u>(7)</u>	<u>Common Stock</u>	<u>8,942</u>	<u>0.00⁽⁸⁾</u>	<u>D</u>	
<u>Restricted stock units</u>	<u>(10)</u>	<u>(7)</u>	<u>Common Stock</u>	<u>6,092</u>	<u>0.00⁽⁸⁾</u>	<u>D</u>	
<u>Restricted stock units</u>	<u>(11)</u>	<u>(7)</u>	<u>Common Stock</u>	<u>2,800</u>	<u>0.00⁽⁸⁾</u>	<u>D</u>	

Explanation of Responses:

- 1/4 of the shares subject to the option vested on February 21, 2020 and 1/48 of the shares subject to the option will vest monthly thereafter, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
- 1/4 of the shares subject to the option vested on February 21, 2021 and 1/48 of the shares subject to the option will vest monthly thereafter, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
- 1/4 of the shares subject to the option vested on February 19, 2022, and 1/48 of the shares subject to the option will vest monthly thereafter, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
- 1/4 of the shares subject to the option will vest on February 17, 2023, and 1/48 of the shares subject to the option will vest monthly thereafter, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
- Of the original 20,000 options granted to the Reporting Person, 9,583 options have been exercised and 10,417 options remain outstanding. 1/4 of the shares subject to the option vested on February 20, 2019 and 1/48 of the shares subject to the option will vest monthly thereafter, subject to the Reporting Person's provision of service to the Issuer on each vesting date.
- 25% of the RSUs will vest on February 1, 2023, and the remaining 75% of the RSUs will vest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.
- RSUs do not expire; they either vest or are canceled prior to the vesting date.
- Each RSU represents a contingent right to receive one share of the Issuer's common stock.

9. Of the original 11,922 RSUs granted to the Reporting Person, 2,980 RSUs have vested and 8,942 RSUs remain outstanding. 25% of the RSUs vested on February 1, 2022, and the remaining 75% of the RSUs will vest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

10. Of the original 12,183 RSUs granted to the Reporting Person, 6,091 RSUs have vested and 6,092 RSUs remain outstanding. 25% of the RSUs vested on February 1, 2021, and the remaining 75% of the RSUs will vest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

11. Of the original 11,198 RSUs granted to the Reporting Person, 8,398 RSUs have vested and 2,800 RSUs remain outstanding. 25% of the RSUs vested on February 1, 2020, and the remaining 75% of the RSUs will vest in equal installments on each quarterly anniversary thereafter, until such time as the RSUs are 100% vested, subject to the Reporting Person's provision of service to the Issuer on each vesting date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

Remarks:

/s/ Robert Turner, by
power of attorney.

04/25/2022

** 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 5 (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.