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Palo Alto N Form 4	etworks Inc										
March 09, 2	2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMMISSION	OMB APPROVAL				
Washington, D.C. 20549								OMB Number:	3235-0287		
Check t if no lor	nger										
subject Section Form 4	to STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the P	ublic U	Itility Ho	lding Cor	npan	•	Act of 1934, 1935 or Section)			
(Print or Type	Responses)										
ZUK NIR S:			21 Isouer Flame und Frener of Fraung					. Relationship of Reporting Person(s) to ssuer			
(Last)	(First) (I			of Earliest 7	L	1 / 11 1	••]	(Check all applicable)			
(Mon			(Month/I	Month/Day/Year) 3/07/2016				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) CTO			
				onth/Day/Year) A				5. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person			
SANTA C	LARA, CA 95054						i	Form filed by Mo Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if			3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/07/2016			<u>S(1)</u>	9,500	D	\$ 150.54 (2)	⁴ 2,065,589	D		
Common Stock	03/07/2016			S <u>(1)</u>	12,389	D	\$ 151.388 (3)	2,053,200	D		
Common Stock	03/07/2016			S <u>(1)</u>	8,111	D	\$ 152.346 (4)	2,045,089	D		
Common Stock								250,000	Ι	See footnote	

(5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	7. Titl Amou Under Securi (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
ZUK NIR C/O PALO ALTO NETWORKS INC. 4401 GREAT AMERICA PKWY SANTA CLARA, CA 95054	Х		СТО			
Signatures						
/s/ Jeff True, Attorney-in-Fact for Nir Zuk	0	3/09/2016				
<u>**</u> Signature of Reporting Person		Date				

Explanation of Responses:

* 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).

(1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

This sale price represents the weighted average sale price of the shares sold ranging from \$150.00 to \$150.99 per share. Upon request by(2) the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

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This sale price represents the weighted average sale price of the shares sold ranging from \$151.00 to \$151.99 per share. Upon request by(3) the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

This sale price represents the weighted average sale price of the shares sold ranging from \$152.00 to \$152.72 per share. Upon request by
 (4) the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(5) Shares are held by the Zuk 2015 GRAT dated June 17, 2015, for which the Reporting Person serves as a trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.