Edgar Filing: Klarich Lee - Form 4

Klarich Lee

Form 4											
May 22, 201	8										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL				
		ITIES AND EXCHANGE COMMISSION hington, D.C. 20549			OMB Number:	3235-0287					
Check th if no lon subject to Section 1	STATEMENT OF CHANGES IN BENEFIC					AL OWI	NERSHIP OF	Expires: January 31 200 Estimated average burden hours per			
Form 4 c								response	0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of		Jtility Hol	ding Co	mpan	y Act of	1935 or Section				
(Print or Type]	Responses)										
1. Name and Address of Reporting Person _2. IssuerKlarich LeeSymbol								5. Relationship of Reporting Person(s) to Issuer			
Palo Al			Ito Networks Inc [PANW]				(Check all applicable)				
(Last)	(First) (Middle		of Earliest T	ransaction			D ' (100	0		
C/O PALO ALTO NETWORKS, 05/20/2 INC., 3000 TANNERY WAY				X			below)	X Officer (give title Other (specify			
(Street) 4. If Ame			endment, Date Original				6. Individual or Joint/Group Filing(Check				
				nth/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
SANTACL	ARA, CA 95054						Person				
(City)	(State) (Zip)	Tal	ble I - Non-l	Derivative	Secu	rities Acq	uired, Disposed of	, or Beneficiall	ly Owned		
1.Title of Security (Instr. 3)	any	Deemed ution Date, if nth/Day/Year)	Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership		
Common Stock	05/20/2018		F <u>(1)</u>	9,205	D	\$ 201.75	400,450	D			

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)

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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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	⁷ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting of their runner runness	Director	10% Owner	Officer	Other			
Klarich Lee C/O PALO ALTO NETWORKS, INC. 3000 TANNERY WAY SANTA CLARA, CA 95054			EVP, Chief Product Officer				
Signatures							
/s/ Jeff True, Attorney in-Fact for Lee Klarich		05/22/201					
<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).

This transaction is not a sale of shares by the Reporting Person. Instead, this represents shares that have been withheld by the Issuer to (1) satisfy its income tax and withholding and remittance obligations in connection with the vesting and net settlement of previously reported restricted stock awards.

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.