FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APP	OMB APPROVAL					
BENEFICIAL OWNERSHIP	OMB Number:	3235-0287					
BENEFICIAL OWNEROIS	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*  BONVANIE RENE					2. Issuer Name <b>and</b> Ticker or Trading Symbol Palo Alto Networks Inc [ PANW ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify				Owner		
(Last) (First) (Middle) C/O PALO ALTO NETWORKS INC. 4401 GREAT AMERICA PKWY						3. Date of Earliest Transaction (Month/Day/Year) 10/21/2015									below	<i>I</i> )		Other (specify below) ng Officer	
(Street) SANTA (	CLARA CA		95054 (Zip)		. 4. If	Ameno	dment, Da	te of C	Origir	nal Fi	ed (Month/Da	ay/Year)		ine) X	Form	filed by One	Filing (Check A Reporting Pers e than One Rep	son	
		Tabl	le I - I	Non-Deriv	ative	Secu	urities A	<b>Acqu</b>	uire	d, D	isposed c	of, or E	Benefici	ally O	wne	d			
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yell)				Execution Date,		Cod	Transaction Disposed Of (D) (Instr. 3, 4 ar Code (Instr.				nd 5) Sec Ben		ount of ities icially d Following ted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
							Cod	de	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)					
Common Stock 10/21/201					)15	15		S	S		224(1)	D	\$161.616 <sup>(2)</sup>		2) 106,080		D		
		Та	able II	l - Derivat (e.g., pı							oosed of, convertib				ned				
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Date, Gecurity or Exercise (Month/Day/Year) if any		4. Transa Code ( 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price Derivat Securit (Instr. 5	ivative curity etr. 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)			

## **Explanation of Responses:**

- 1. Represents the number of shares sold upon vesting of restricted stock units to cover tax withholding obligations.
- 2. This sale price represents the weighted average sale price of the shares sold ranging from \$159.7925 to \$161.6489 per share. Upon request by 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.

(D)

Date Exercisable Expiration

## Remarks:

/s/ Jeff True, Attorney-in-Fact for Rene Bonvanie 10/23/2015

\*\* Signature of Reporting Person Date

Number

of Shares

Title

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.