FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Check this box if no longer subject
o Section 16. Form 4 or Form 5
obligations may continue. See
nstruction 1(h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 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

Name and Address of Reporting Person*     A years, Nilleads.						2. Issuer Name and Ticker or Trading Symbol Palo Alto Networks Inc [ PANW ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Arora Nikesh														X	Direc	tor		10% (	Owner	
(Last)	ast) (First) (Middle)					2 Date of Farlicet Transportion (Month/Day/Veer)								X	Office below	er (give title v)	е	Other below	(specify	
C/O PALO ALTO NETWORKS INC.						3. Date of Earliest Transaction (Month/Day/Year) 06/20/2022								Chief Executive Officer						
3000 TANNERY WAY						30,20,202														
3000 IA																				
(Street)	4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)										
SANTA	CA	. 9	5054											X Form filed by One Reporting Person						
CLARA	RA CA 75051													Form filed by More than One Reporting Person						
(City)	(Sta	ate) (Z	Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/North/Day/No					.	Execution Date,			3. 4. Securities Acquir Transaction Disposed Of (D) (Ins Code (Instr. 8)						5. Amount of Securities Beneficially Owned Following Reported		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	Tranca		tion(s)			(111501.4)	
Common Stock 06/20/20					22			F <sup>(1)</sup>		2,964	D	\$475	5.36	6 478,178		D				
Common Stock														5,335				See footnote <sup>(2)</sup>		
		Tal	ble II								osed of, convertib				Owne	d				
			T			alis, v	_		_					÷		I			1	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exect if any	eemed ution Date, th/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expira	te Exer ation D th/Day/			nt of ties lying tive ty (Instr.	8. Price of Derivative Security (Instr. 5)				10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)	
				Code		v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares	r						

## **Explanation of Responses:**

- 1. This transaction is not a sale of shares by the Reporting Person. Instead, this represents shares that have been withheld by the Issuer to satisfy its income tax and withholding and remittance obligations in connection with the vesting and net settlement of restricted stock units.
- 2. Shares are held by Bacchey Investments L.P., of which Bacchey Management LLC (the "LLC") is the General Partner. The Reporting Person is the manager of the LLC. The sole member of the LLC is the Aurora Trust, for which the Reporting Person serves as a trustee.

## Remarks:

/s/ Elizabeth Villalobos.

Attorney-in-Fact for Nikesh 06/21/2022

\*\* Signature of Reporting Person

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.