## FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	mber: 3235-0287					
Estimated average burden						
hours per response	: 0.5					

Instruction 1(b	). ).			suant to Section 16(a) Section 30(h) of the I					.934	hours	per response:	0.5	
1. Name and Address of Reporting Person* Klarich Lee (Last) (First) (Middle) C/O PALO ALTO NETWORKS INC. 3000 TANNERY WAY				2. Issuer Name and Ticker or Trading Symbol     Palo Alto Networks Inc [ PANW ]     3. Date of Earliest Transaction (Month/Day/Year)     10/20/2021						Relationship of Reporting Person(s) to Issuer heck all applicable) Director 10% Owner X Officer (give title Other (specify below) below) EVP, Chief Product Officer			
(Street) SANTA CLARA (City)	CA (State)	95054 (Zip)	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Indi Line) X	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date			2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)			5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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**F**<sup>(1)</sup>

5,000

15.488

Expiration Date

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 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:

Common Stock

Common Stock

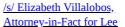
1. This transaction is not a sale of shares by the Reporting Person. Instead, this represents shares that have been withheld by the Issuer to satisfy its income tax and withholding and remittance obligations in connection with the vesting and net settlement of previously reported restricted stock units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

(D)

(A)

Date Exercisable

## Remarks:



Amount or Number

of Shares

Title

**Klarich** 

D

D

\$0.00

\$511.92

294,393

278.905

D

D

\*\* 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 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).

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Code

09/20/2021

10/20/2021

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.

to Section 16. Form 4 or Form 5

10/22/2021