

GOETZ JAMES J
Form 3
July 19, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â GOETZ JAMES J		(Month/Day/Year)	Palo Alto Networks Inc [PANW]	
(Last)	(First)	(Middle)	07/19/2012	
3000 SAND HILL ROAD, 4-250			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MENLO PARK,Â CAÂ 94025			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

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Series C Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	16,150	\$ <u>(1)</u>	I	By Sequoia Capital Growth Partners III, LP <u>(2)</u>
Series C Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	76,202	\$ <u>(1)</u>	I	By Sequoia Capital Growth III Principals Fund, LLC <u>(2)</u>
Series C Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	1,475,592	\$ <u>(1)</u>	I	By Sequoia Capital Growth Fund III, LP <u>(2)</u>
Series A-1 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	6,690	\$ <u>(1)</u>	I	By Sequoia Technology Partners XI, LP <u>(3)</u>
Series A-1 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	23,038	\$ <u>(1)</u>	I	By Sequoia Capital XI Principals Fund, LLC <u>(3)</u>
Series A-1 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	211,772	\$ <u>(1)</u>	I	By Sequoia Capital XI, LP <u>(3)</u>
Series A-2 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	242,600	\$ <u>(1)</u>	I	By Sequoia Technology Partners XI, LP <u>(3)</u>
Series A-2 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	835,528	\$ <u>(1)</u>	I	By Sequoia Capital XI Principals Fund, LLC <u>(3)</u>
Series A-2 Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	7,680,022	\$ <u>(1)</u>	I	By Sequoia Capital XI, LP <u>(3)</u>
Series B Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	66,089	\$ <u>(1)</u>	I	By Sequoia Technology Partners XI, LP <u>(3)</u>
Series B Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	227,612	\$ <u>(1)</u>	I	By Sequoia Capital XI Principals Fund, LLC <u>(3)</u>
Series B Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	2,092,167	\$ <u>(1)</u>	I	By Sequoia Capital XI, LP <u>(3)</u>
Series C Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	20,017	\$ <u>(1)</u>	I	By Sequoia Technology Partners XI, LP <u>(3)</u>
Series C Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	68,938	\$ <u>(1)</u>	I	By Sequoia Capital XI Principals Fund, LLC <u>(3)</u>

