SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b) (Amendment No. 2)

PALO ALTO NETWORKS, INC.

(Name of Issuer)

COMMON STOCK (Title of Class of Securities)

> 697435105 (CUSIP Number)

12/31/15 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

(Continued on following pages)

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1	NAME O	F F	REPORTING PERSON		
	SEQUOIA CAPITAL XI, L.P. ("SC XI")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 54-2094242				
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(t	n) ⊠		
3	SEC USE	(O	NLY		
4	CITIZEN	SH	IIP OR PLACE OF ORGANIZATION		
	DELAW	VA.	RE		
		5	SOLE VOTING POWER		
NIIM	BER OF		0		
SH	ARES	6	SHARED VOTING POWER		
	FICIALLY NED BY		0		
	ACH ORTING	7	SOLE DISPOSITIVE POWER		
PE	RSON		0		
V	/ITH ·	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREC	3A7	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
11	PERCEN	T C	OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.0%				
12	TYPE OF	R	EPORTING PERSON		
	PN				

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1		NAME OF REPORTING PERSON				
		SEQUOIA TECHNOLOGY PARTNERS XI, L.P. ("STP XI") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 20-0005558				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
		(a) 🗆	`	b) ⊠		
3		SEC USI	Ε Ο	NLY		
4		CITIZEN	ISH	IIP OR PLACE OF ORGANIZATION		
		DELAV	۷A			
			5	SOLE VOTING POWER		
N	UM	IBER OF		0		
	SH	ARES	6	SHARED VOTING POWER		
		FICIALLY NED BY		0		
R	EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER		
1				0		
			8	SHARED DISPOSITIVE POWER		
				0		
9		AGGRE	GA.	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		0				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
11	11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9					
		0.0%				
12		TYPE O	F R	EPORTING PERSON		
	PN					
<u> </u>						

1	NAME OF REPORTING PERSON				
	SEQUOIA CAPITAL XI PRINCIPALS FUND LLC ("SC XI PF")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	20-0040)68	33		
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(t	b) $oxed{\boxtimes}$		
3	SEC USE	C O	NLY		
4	CITIZEN	SH	IIP OR PLACE OF ORGANIZATION		
	DELAV	VA.	RE		
		5	SOLE VOTING POWER		
277	(DED 05		0		
	IBER OF IARES	6			
	FICIALLY				
	NED BY		0		
	ACH ORTING	7	SOLE DISPOSITIVE POWER		
	RSON		0		
V	√ITH	8			
		0	OTHER PROPOSITIVE TOWNER		
			0		
9	AGGRE	GΑ	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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10	_	ВО	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □		
	CHECK BOAT I THE ROCKED HE INTOCKY IN NOW (5) ENGLODED CERTIFIC SHIPMED				
11	PERCEN	T (OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.0%				
12		7 R	EPORTING PERSON		
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1	NAME OF REPORTING PERSON				
	SC XI MANAGEMENT, LLC ("SC XI LLC")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	13-4236	676			
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(t	b) ⊠		
3	SEC USE	O 2	NLY		
4	CITIZEN	CTI	IIP OR PLACE OF ORGANIZATION		
4	CITIZEN	зп	IIP OR PLACE OF ORGANIZATION		
	DELAV	VA.	RE		
		5	SOLE VOTING POWER		
NITIN	IDED OF		0		
	IBER OF IARES	6			
BENE	FICIALLY				
	NED BY	7	0 SOLE DISPOSITIVE POWER		
	ACH ORTING	/	SOLE DISPOSITIVE POWER		
	RSON		0		
V	VITH	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREG	7.A7	U FE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	HOOKE	J. 1.	ETHIOON BENEFICIEE ON NED DI ENGITEE ONE NOTEROON		
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10	CHECK	BO	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
10	0.0%		EDODEWIG DEDGON		
12	TYPE OF	· K.	EPORTING PERSON		
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					U	U
	1	NAME OF REPORTING PERSON				
		SEQUOIA CAPITAL GROWTH FUND III, L.P. ("SCGF III") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
		20-2812490				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			E APPROPRIATE BOX IF A MEMBER OF A GROUP			
		(a) □ (b) ⊠				
	3	SEC USE	Ε Ο	NLY		
	4	CITIZEN	ISH	IIP OR PLACE OF ORGANIZATION		
		DELAV	VA [°]	RE		
			5	T		
		DED OF				
		BER OF ARES	6			
		FICIALLY				
	OWNED BY EACH		7			
		ORTING				
		RSON /ITH	8	0		
			8	SHARED DISPOSITIVE POWER		
				0		
	9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		0				
	10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
	11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
			`			
	10	0.0%	C D	EDODTING DEDSON		
	12	I YPE OI	r K.	EPORTING PERSON		
		PN				

1	NAME OF REPORTING PERSON				
	SEQUOIA CAPITAL GROWTH PARTNERS III, L.P. ("SCGP III")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	20-3735				
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(I	o) ⊠		
3	SEC USE	E O	NLY		
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION		
	DELAV	7Δ	RF		
	DLLIIV	5			
NUM	IBER OF		0		
	IARES	6	SHARED VOTING POWER		
	FICIALLY NED BY		0		
E	ACH	7	SOLE DISPOSITIVE POWER		
	ORTING RSON				
	VITH		0		
		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGRE	ЗAГ	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0				
10	-	во	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □		
	Children and the first of the f				
11	PERCEN	T (OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.0%				
12		R	EPORTING PERSON		
	DNI				
	PN				

1	NAME OF REPORTING PERSON				
	SEQUOIA CAPITAL GROWTH III PRINCIPALS FUND LLC ("SCG III PF")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	20-3737				
2	CHECK (a) □		E APPROPRIATE BOX IF A MEMBER OF A GROUP o) ☑		
	(a) ⊔	(I			
3	SEC USI	Ε Ο	NLY		
4	CITIZEN	ISH	IIP OR PLACE OF ORGANIZATION		
	DELAV	VΑ	RF		
	DLLIIV	5			
NUM	IBER OF		0		
	IARES	6	SHARED VOTING POWER		
	FICIALLY NED BY		0		
E	ACH	7	SOLE DISPOSITIVE POWER		
	ORTING RSON				
	VITH	8	0 SHARED DISPOSITIVE POWER		
		ŏ	SHARED DISPOSITIVE POWER		
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9	AGGRE	GΑ	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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10	-	ВО	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □		
	Sizer Zerra Tile recent annount announ				
11	PERCEN	Τ(DF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.0%				
12		FR	EPORTING PERSON		
	00				

1	NAME OF REPORTING PERSON				
	SCGF III MANAGEMENT, LLC ("SCGF III LLC")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	20-2812373				
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(t	p) ⊠		
3	SEC USE	C O	NLY		
4	CITIZEN	CII	IIP OR PLACE OF ORGANIZATION		
4	CITIZEN	ЗН	IIP OR PLACE OF ORGANIZATION		
	DELAV	VA.	RE		
		5	SOLE VOTING POWER		
NITIN	IDED OF		0		
	IBER OF IARES	6	SHARED VOTING POWER		
BENE	FICIALLY				
	NED BY	_			
	ACH ORTING	7	SOLE DISPOSITIVE POWER		
PE	RSON		0		
V	VITH	8	SHARED DISPOSITIVE POWER		
	A C C D E	7 A T	0 FE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	AGGREC	J А.	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0				
10	CHECK	ВО	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES $\ \Box$		
11	PERCEN	ТС	OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.0%				
12	TYPE OF	R	EPORTING PERSON		
	00				
	00				

ITEM 1.

(a) Name of Issuer: Palo Alto Networks, Inc.

(b) Address of Issuer's Principal Executive Offices: 4401 Great America Parkway Santa Clara, CA 95054

ITEM 2.

(a) Name of Persons Filing:

Sequoia Capital XI, L.P.

Sequoia Technology Partners XI, L.P.

Sequoia Capital XI Principals Fund, LLC

SC XI Management, LLC

Sequoia Capital Growth Fund III, L.P.

Sequoia Capital Growth Partners III, L.P.

Sequoia Capital Growth III Principals Fund LLC

SCGF III Management, LLC

SC XI LLC is the General Partner of each of SC XI and STP XI, and the Managing Member of SC XI PF. SCGF III LLC is the General Partner of each of SCGF III and SCGP III, and the Managing Member of SCG III PF.

b) Address of Principal Business Office or, if none, Residence:

2800 Sand Hill Road, Suite 101

Menlo Park, CA 94025

Citizenship:

SC XI LLC, SC XI, STP XI, SC XI PF, SCGF III LLC, SCGF III, SCGP III, SCG III PF: Delaware

(c) Title of Class of Securities: Common Stock

(d) CUSIP Number: 697435105

ITEM 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

NOT APPLICABLE

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. [X]

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY

THE PARENT HOLDING COMPANY OR CONTROL PERSON

NOT APPLICABLE

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

NOT APPLICABLE

CUSIP NO. 697435105 13 G Page 12 of 15 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 12, 2016

Sequoia Capital XI, L.P.

Sequoia Technology Partners XI, L.P.

By: SC XI Management, LLC General Partner of each

By: /s/ Douglas Leone

Douglas Leone, Managing Member

Sequoia Capital XI Principals Fund LLC

By: SC XI Management, LLC its Managing Member

By: /s/ Douglas Leone

Douglas Leone, Managing Member

SC XI Management, LLC

By: /s/ Douglas Leone

Douglas Leone, Managing Member

Sequoia Capital Growth Fund III, L.P. Sequoia Capital Growth Partners III, L.P.

By: SCGF III Management, LLC,

General Partner of each

By: /s/ Douglas Leone

Douglas Leone, Managing Member

Sequoia Capital Growth III Principals Fund LLC

By: SCGF III Management, LLC,

its Managing Member

By: /s/ Douglas Leone

SCGF III Management, LLC

By: /s/ Douglas Leone

$\frac{\text{EXHIBIT 1}}{\text{AGREEMENT AS TO JOINT FILING OF SCHEDULE 13G}}$

The undersigned hereby agree that the Schedule 13G relating to the common stock of Palo Alto Networks, Inc., and any further amendments thereto, to which this Agreement as to Joint Filing of Schedule 13G is attached as an exhibit is filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Date: February 12, 2016

Sequoia Capital XI, L.P.

Sequoia Technology Partners XI, L.P.

By: SC XI Management, LLC General Partner of each

By: /s/ Douglas Leone

Douglas Leone, Managing Member

Sequoia Capital XI Principals Fund LLC

By: SC XI Management, LLC its Managing Member

By: /s/ Douglas Leone

Douglas Leone, Managing Member

SC XI Management, LLC

By: /s/ Douglas Leone

Douglas Leone, Managing Member

Sequoia Capital Growth Fund III, L.P. Sequoia Capital Growth Partners III, L.P.

By: SCGF III Management, LLC,

General Partner of each

Bv: /s/ Douglas Leone

Sequoia Capital Growth III Principals Fund LLC

By: SCGF III Management, LLC, its Managing Member

By: /s/ Douglas Leone

Douglas Leone, Managing Member

SCGF III Management, LLC

By: /s/ Douglas Leone