FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average bur	den								
hours par raspansa:	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 Ti	cker or	Tradin	a Symbol			5 Dal	ationshin	of Reportin	a Pers	on(s) to Is	suer	
COTILITY	TVIII II CI C		1. Name and Address of Reporting Person* MCLAUGHLIN MARK D			2. Issuer Name and Ticker or Trading Symbol Palo Alto Networks Inc [PANW]								Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	WCLAUGILIN WARK D												X Director			10% Owner		wner	
(Last) (First) (Middle) C/O PALO ALTO NETWORKS INC.				3. Date of Earliest Transaction (Month/Day/Year) 03/21/2019										(give title		Other (below)	specify		
3000 TANNERY WAY					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street) SANTA CLARA CA 95054				_								X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(St	ate)	(Zip)																	
	Tab	le I - N	lon-Deri	vative	Sec	uriti	ies Ac	quire	d, D	isposed o	of, or Be	enefici	ially	Owned	l				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye		Execu ear) if any		ecution Date, ny			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			nd 5) Securities Beneficial Owned Fo		s Foi illy (D)	Form: (D) or	rm: Direct I or Indirect I	'. Nature of ndirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock 03		03/21/2	019)19		M		5,001	A	\$10.	77	215	5,206		D				
Common Stock 03/21/		03/21/2	019	19		S		5,001(1)	D	\$250.0	.04 ⁽²⁾ 210),205		D				
Common Stock		03/22/2	019			M		1,199	A	\$1 <mark>0</mark> .	.77 211,		,404	D					
Common Stock		03/22/2	019			S		1,199(1)	D	\$250.0	.03 ⁽³⁾ 210		,205	D					
Common Stock														103,849			See cootnote ⁽⁴⁾		
Common Stock											51,911				See cootnote ⁽⁵⁾				
	Т	able I												Owned	,			<u> </u>	
2	2 Transaction	24 Day			Cans								_	Drice of	9 Number	r of	10	11. Nature	
Derivative Conversion Date Executity Or Exercise (Month/Day/Year) if any		Execut if any	tion Date, Tran		ansaction of ode (Instr. Derivative		Expiration Date (Month/Day/Year)		Amount of Securities Underlying		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	or Numb of	er						
\$10.77	03/21/2019			M			5,001	(6))	09/29/2021	Common Stock	5,00	1	\$0.00	273,023	3	D		
\$10.77	03/22/2019			M			1,199	(6))	09/29/2021	Common Stock	1,19	9	\$0.00	271,824	4	D		
	CLARA CA (St ecurity (Inst Stock Stock Stock Stock Stock Stock Stock Stock \$10.77	CLARA CA (State) Tab ecurity (Instr. 3) Stock Stock	CLARA CA 95054 (State) (Zip) Table I - N ecurity (Instr. 3) Stock S	CLARA CA (State) (State) (State) (State) Table I - Non-Derivecurity (Instr. 3) Stock Stock Stock Stock Stock Stock Stock Table II - Derivace (e.g., 1) 2. Transaction Date (Month/Day/Year) Stock Stock Stock Stock Stock Stock Stock Stock Stock Table II - Derivace (e.g., 1) (e.g., 1) (e.g., 1) Stock Stock	O ALTO NETWORKS INC. NNERY WAY 4.	O ALTO NETWORKS INC. NNERY WAY	O ALTO NETWORKS INC. NNERY WAY	O ALTO NETWORKS INC. NNERY WAY Table I - Non-Derivative Securities Accurrity (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 03/21/2019 Stock 03/21/2019 Stock 03/22/2019 Stock Table II - Derivative Securities Accurrities Accurrity (Month/Day/Year) Stock 03/22/2019 Stock Table II - Derivative Securities Accurrities Accurrity (Month/Day/Year) Stock Table II - Derivative Securities Accurrities Accurrities Accurrity (Month/Day/Year) Conversion of Exercise Date (Month/Day/Year) Stock Table II - Derivative Securities Accurrities Accurrities Accurrities Accurrity (Month/Day/Year) Conversion Oate (P.g., puts, calls, warrants of Code (Instr. A) (A) or Disposed of (D) (Instr. A) (Instr. A	O ALTO NETWORKS INC. NNERY WAY Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock O3/21/2019 M Stock O3/22/2019 M Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Conversion or Exercise Price of Derivative Security Security O3/21/2019 M Code (v (A) (D) Date Expiration (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Conversion OF Exercise Price of Original Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Code (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Price of Original Acquired (Month/Day/Year) Stock Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Code (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Price of Original Acquired (Month/Day/Year) Stock Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optically if any (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g.,	O ALTO NETWORKS INC. NNERY WAY Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) Stock O3/21/2019 Table II - Derivative Securities Acquired, Date (if any (Month/Day/Year)) Stock O3/21/2019 M Stock Table II - Derivative Securities Acquired, Discurities if any (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Discurities if any (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Discurities Stock Stock Table II - Derivative Securities Acquired, Discurities Stock Stock Table II - Derivative Securities Acquired, Discurities Stock Stock Code (Instr. 3) A. Deemed Execution Date (e.g., puts, calls, warrants, options 2. Code (Instr. 3) Code (Instr. 3) Code (Instr. 3) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 5) Code (Instr. 5) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 5) Code (Instr. 5) Code (Instr. 6) Code (Instr.	O ALTO NETWORKS INC. NNERY WAY Table I - Non-Derivative Securities Acquired, Disposed of Execution Date (Month/Day/Year) (M	O3/21/2019 O5/2019 O5/201	O3/21/2019 A. If Amendment, Date of Original Filed (Month/Day/Year)	O3/21/2019 O3/	Salate of Earliest Transaction (Month/Day/Year) Salate of Earliest Transaction (Month/Day/Ye	Carrier Oxide Ox	2. Transaction Code V Amount Code V Code Code	2. Transaction 2. T	

Explanation of Responses:

- $1. \ These \ shares \ were \ sold \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ Reporting \ Person.$
- 2. This sale price represents the weighted average sale price of the shares sold ranging from \$250.00 to \$250.14 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.
- 3. This sale price represents the weighted average sale price of the shares sold ranging from \$250.00 to \$250.08 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.
- 4. Shares are held by The McLaughlin Revocable Living Trust, for which the Reporting Person serves as a trustee.
- 5. Shares are held by The Mark D. McLaughlin 2017 Annuity Trust ("McLaughlin GRAT I"), for which the Reporting Person serves as a trustee.
- 6. The shares subject to the option are fully vested and exercisable.

Remarks:

/s/ Jeff True, Attorney-in-Fact for Mark D. McLaughlin

03/25/2019

** 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).

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.