

FORTINET INC
Form 8-K
June 24, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

June 22, 2010

FORTINET, INC.

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction
of incorporation)

(Commission
File Number)
1090 Kifer Road

(IRS Employer
Identification No.)

Sunnyvale, CA 94086

(Address of principal executive offices, including zip code)

(408) 235-7700

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On June 22, 2010, Fortinet, Inc. (*Fortinet*) held its 2010 Annual Meeting of Stockholders (the Annual Meeting). At the Annual Meeting, Fortinet s stockholders elected Pehong Chen and Christopher B. Paisley to serve as directors for a term of three years or until their respective successors have been duly elected and qualified and ratified the appointment of Deloitte & Touche LLP as Fortinet s independent registered public accounting firm for the fiscal year ending December 31, 2010. Fortinet s independent inspector of election reported the voting results as follows:

(i) Election of two Class I directors for a term of three years or until their respective successors have been duly elected and qualified:

| Name | For | Withheld | Broker Non-Votes |
|------------------------|------------|----------|------------------|
| Pehong Chen | 52,618,245 | 105,465 | 1,302,649 |
| Christopher B. Paisley | 52,611,904 | 111,806 | 1,302,649 |

Mr. George Hara was not nominated for re-election to the Board of Directors. As a result, Mr. Hara s term expired on June 22, 2010.

(ii) Ratification of appointment of Deloitte & Touche LLP as Fortinet s independent registered public accounting firm for the fiscal year ending December 31, 2010:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 53,981,329 | 8,873 | 36,157 | 0 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Fortinet, Inc.

Date: June 24, 2010

By:

/s/ JOHN WHITTLE
John Whittle

Vice President and General Counsel