# **UNITED STATES** 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. 1)\*

# Nutanix, Inc.

## CLASS A COMMON STOCK, PAR VALUE \$0.000025 PER SHARE

(Title of Class of Securities)

### 67059N108

(CUSIP Number)

#### December 31, 2017

(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) 0
- Rule 13d-1(d) X

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	Names of Reporting Persons. Lightspeed Venture Partners VII, L.P.			
2	Charle the App	propriate Box if a Member of a Group*		
2	(a)			
	(b)	x (1)		
3	SEC Use Only	EC Use Only		
4	4 Citizenship or Place of Organization Cayman Islands			
	5	Sole Voting Power 0 shares		
Number of Shares Beneficially	6	Shared Voting Power 0 shares		
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares		
	8	Shared Dispositive Power 0 shares		

<sup>\*</sup>The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

	0 shares				
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o				
11	Percent of Class Represented by Amount in Row 9 0.0%				
12	Type of Reporting Person* PN				
General Person P	artner VII, L.P., a company ("LUG! d General Partner slands exempted of General Partner Islands exempted copher J. Schaepe JGP Select, Egger ses of this Schedu!	by Lightspeed Venture Partners VII, L.P., a Cayman Islands exempted limited partnership ("Lightspeed VII"), Lightspeed Cayman Islands exempted limited partnership ("LGP VII"), Lightspeed Ultimate General Partner VII, Ltd., a Cayman Islands P VII"), Lightspeed Venture Partners VIII, L.P., a Cayman Islands exempted limited partnership ("Lightspeed VIII"), VIII, L.P., a Cayman Islands exempted limited partnership ("LGP VIII"), Lightspeed Ultimate General Partner VIII, Ltd., a company ("LUGP VIII"), Lightspeed Venture Partners Select, L.P., a Cayman Islands exempted limited partnership ("Select") Select, L.P., a Cayman Islands exempted limited partnership ("LGP Select"), Lightspeed Ultimate General Partner Select, Ltd., d company ("LUGP Select"), Barry Eggers ("Eggers"), Jeremy Liew ("Liew"), Ravi Mhatre ("Mhatre"), Peter Y. Nieh ("Nieh") ("Schaepe" and together with Lightspeed VII, LGP VII, LUGP VII, Lightspeed VIII, LGP VIII, LUGP VIII, Select, LGP rs, Liew, Mhatre and Nieh, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" le 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on is of December 31, 2017.			
1	Names of Reporting Persons. Lightspeed General Partner VII, L.P.				
2	Check the Appro	Check the Appropriate Box if a Member of a Group*			
	(a) o				
	(b)	x (1)			
3	SEC Use Only				
4	Citizenship or Place of Organization Cayman Islands				
	5	Sole Voting Power 0 shares			
Number of Shares Beneficially	6	Shared Voting Power 0 shares			
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares			
	8	Shared Dispositive Power 0 shares			
9	Aggregate Amount Beneficially Owned by Each Reporting Person 0 shares				
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o				
11	Percent of Class Represented by Amount in Row 9 0.0%				
12	Type of Reporting Person*				

	nation with resp	d by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. bect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of	
		3	
1	Names of Rep Lightspeed Ul	orting Persons. timate General Partner VII, Ltd.	
2	Check the App	propriate Box if a Member of a Group*	
	(a)	0	
	(b)	x (1)	
3	SEC Use Only		
4	Citizenship or Cayman Island	Place of Organization ds	
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially	6	Shared Voting Power 0 shares	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 0 shares	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 0 shares		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 0.0%		
12	Type of Reporting Person*		
	nation with resp	d by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. exect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of	
1	Names of Reporting Persons. Lightspeed Venture Partners VIII, L.P.		
2	Check the App	oropriate Box if a Member of a Group*	

	(b)	x (1)	
3	SEC Use Only		
4 Citizenship or Place of Organization Cayman Islands			
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially Owned by Each Reporting Person With	6	Shared Voting Power 11,441,783 shares (2)	
	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 11,441,783 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 11,441,783 shares (2)		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 9.4% (3)		
12	Type of Reporting Person* PN		
The inform December 2) Includes 1 any time) I VIII. Egg	nation with resp 31, 2017. 1,441,783 share held by Lightsp ers, Mhatre, Nie	d by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. Dect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of the sof Issuer's Class B Common Stock (each convertible into one share of Class A Common Stock at the option of its holder at eed VIII. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed eth and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. The sconversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of	

1	Names of Reporting Persons. Lightspeed General Partner VIII, L.P.					

2 Check the Appropriate Box if a Member of a Group\*

- (a)
- (b) x (1)
- 3 SEC Use Only
- 4 Citizenship or Place of Organization Cayman Islands

<sup>121,880,613</sup> shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Issuer's Form 10-Q filed with the SEC on December 13, 2017 (the "Current 10-Q"), and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, Lightspeed VIII beneficially owns 7.1% of the issuer's outstanding Common Stock as of November 30, 2017.

	5	Sole Voting Power 0 shares	
Number of Shares Beneficially Owned by Each Reporting Person With	6	Shared Voting Power 11,441,783 shares (2)	
	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 11,441,783 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 11,441,783 shares (2)		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 9.4% (3)		
12	Type of Reporting Per PN	son*	
The inform December	nation with respect to tl 31, 2017.	Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of user's Class B Common Stock (each convertible into one share of Class A Common Stock at the option of its holder at	

1	Names of Repo	orting Persons. imate General Partner VIII, Ltd.
2	Check the App	ropriate Box if a Member of a Group*
	(a)	0
	(b)	x (1)
3	SEC Use Only	
4	Citizenship or Place of Organization Cayman Islands	
Number of Shares	5	Sole Voting Power 0 shares
Beneficially Owned by Each	6	Shared Voting Power

11,441,783 shares (2)

Sole Dispositive Power

0 shares

Reporting

Person With

7

any time) held by Lightspeed VIII. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII.

<sup>(3)</sup> The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, LGP VIII beneficially owns 7.1% of the issuer's outstanding Common Stock as of November 30, 2017.

	8	Shared Dispositive Power 11,441,783 shares (2)	
9	Aggregate Amount 11,441,783 shares (	Beneficially Owned by Each Reporting Person (2)	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Re 9.4% (3)	epresented by Amount in Row 9	
12	Type of Reporting Person* OO		
December (2) Includes 1 any time) VIII. Egg (3) The Perce 121,880,6 November Persons' ( outstandin	31, 2017. 1,441,783 shares of held by Lightspeed 'ers, Mhatre, Nieh an nt of Class assumes 13 shares of Class A 30, 2017, as reporte Class B Common Sto	o the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of Issuer's Class B Common Stock (each convertible into one share of Class A Common Stock at the option of its holder at VIII. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of ed in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting ock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) 0, 2017, as reported in the Current 10-Q, LUGP VIII beneficially owns 7.1% of the issuer's outstanding Common Stock as	
		7	
1	Names of Reportin Lightspeed Venture	g Persons. Partners Select, L.P.	
2	Check the Appropriate Box if a Member of a Group*		
	(a) o		
	(b) x (	1)	
3	SEC Use Only		
4	Citizenship or Place of Organization Cayman Islands		
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially	6	Shared Voting Power 190,363 shares (2)	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 190,363 shares (2)	
9	Aggregate Amount 190,363 shares (2)	Beneficially Owned by Each Reporting Person	

10	Check Box if the	Aggregate Amount in Row (9) Excludes Certain Shares* o	
11	Percent of Class Represented by Amount in Row 9 0.2% (3)		
12	Type of Reportin	g Person*	
The inform December (2) Includes 1 as the sole the shares (3) The Perce 121,880,6 November Persons' (	nation with respect 31, 2017. 90,363 shares of I general partner of held by Select. Int of Class assumed 13 shares of Class 30, 2017, as reported By Select By Class B Common Select By South By South Select By South By By South By By South By	by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. It to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of ssuer's Class A Common Stock held by Select. LUGP Select serves as the sole general partner of LGP Select, which serves a Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over se conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of tred in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) 30, 2017, as reported in the Current 10-Q, Select beneficially owns 0.1% of the issuer's outstanding Common Stock as of	
		8	
1	Names of Report Lightspeed Gener	ing Persons. ral Partner Select, L.P.	
2	Check the Appropriate (a) 0	priate Box if a Member of a Group*	
	(b) x	(1)	
3	SEC Use Only		
4	Citizenship or Pla Cayman Islands	ace of Organization	
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially	6	Shared Voting Power 190,363 shares (2)	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 190,363 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 190,363 shares (2)		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class 1 0.2% (3)	Represented by Amount in Row 9	
12	Type of Reporting Person* PN		

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of
- (2) Includes 190,363 shares of Issuer's Class A Common Stock held by Select. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.
- (3) The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, LGP Select beneficially owns 0.1% of the issuer's outstanding Common Stock as of November 30, 2017.

1	Names of Reporting Persons. Lightspeed Ultimate General Partner Select, Ltd.		
2	Chack the Ar	propriate Box if a Member of a Group*	
2		0	
	(a) (b)	$\frac{\sigma}{x(1)}$	
	(0)		
3	SEC Use Onl	y	
4	Citizenship or Place of Organization Cayman Islands		
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially	6	Shared Voting Power 190,363 shares (2)	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 190,363 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 190,363 shares (2)		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 0.2% (3)		
12	Type of Reporting Person* OO		

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2017.

<sup>(2)</sup> Includes 190,363 shares of Issuer's Class A Common Stock held by Select. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.

<sup>(3)</sup> The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock)

1	Names of Reporting Persons. Barry Eggers		
2	Check the Appro	opriate Box if a Member of a Group*	
	(a)	0	
	(b)	x (1)	
3	SEC Use Only		
4	Citizenship or Place of Organization United States of America		
	5	Sole Voting Power 0 shares	
Number of Shares Beneficially	6	Shared Voting Power 11,632,146 shares (2)	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0 shares	
	8	Shared Dispositive Power 11,632,146 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 11,632,146 shares (2)		
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 9.5% (3)		
12	Type of Reporting Person* IN		

(1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2017.

<sup>(2)</sup> Includes 11,441,783 shares of Class B Common Stock held by Lightspeed VIII and 190,363 shares of Class A Common Stock held by Select. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of its holder at any time. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.

<sup>(3)</sup> The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, Eggers beneficially owns 7.3% of the issuer's outstanding Common Stock as of November 30, 2017.

1	Names of Reporting Persons.  Jeremy Liew		
2	Check the App	propriate Box if a Member of a Group*	
	(a)	0	
	(b)	x (1)	
3	SEC Use Only	,	
4	Citizenship or United States	Place of Organization of America	
	5	Sole Voting Power 0	
Number of Shares Beneficially	6	Shared Voting Power 190,363 shares (2)	
Owned by Each Reporting Person With	7	Sole Dispositive Power 0	
	8	Shared Dispositive Power 190,363 shares (2)	
9	Aggregate Amount Beneficially Owned by Each Reporting Person 190,363 shares (2)		
10	Check Box if t	the Aggregate Amount in Row (9) Excludes Certain Shares* o	
11	Percent of Class Represented by Amount in Row 9 0.2% (3)		
12	Type of Repor	ting Person*	
The inform December (2) Includes 1 sole gener shares held (3) The Perce 121,880,6 November Persons' ( outstanding	nation with resp 31, 2017. 90,363 shares of al partner of Se d by Select. nt of Class assu 13 shares of Class 30, 2017, as re Class B Commo	d by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. beet to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of of Class A Common Stock held by Select. LUGP Select serves as the sole general partner of LGP Select, which serves as the lect. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the times conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of ass A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of eported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting in Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) per 30, 2017, as reported in the Current 10-Q, Liew beneficially owns 0.1% of the issuer's outstanding Common Stock as of	
1	Names of Rep Ravi Mhatre	orting Persons.	
2		propriate Box if a Member of a Group*	
	(a)	0	

(b)

x (1)

3	SEC Use Only						
4	Citizenship or Place of Organization United States of America						
	5	Sole Voting Power 603,912 shares (2)					
Number of Shares Beneficially Owned by Each Reporting Person With	6	6 Shared Voting Power 11,632,146 shares (3)					
	7 Sole Dispositive Power 603,912 shares (2)						
	8	Shared Dispositive Power 11,632,146 shares (3)					
9	Aggregate Amount Beneficially Owned by Each Reporting Person 12,236,058 shares (2) (3)						
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o						
11	Percent of Class Represented by Amount in Row 9 10.0% (4)						
12	Type of Reporting Person* IN						
The inform December (2) Includes 2	nation with respec 31, 2017. 06,350 shares of I	by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. It to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of ssuer's Class A Common Stock held of record by Mhatre Investments LP — Fund I. Mhatre serves as trustee of the general cordingly exercises sole voting and dispositive power over such shares.					

- (3) Includes 11,441,783 shares of Class B Common Stock held by Lightspeed VIII and 190,363 shares of Class A Common Stock held by Select. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of its holder at any time. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.
- (4) The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, Mhatre beneficially owns 7.6% of the issuer's outstanding Common Stock as of November 30, 2017.

1	Names of Reporting Persons.					
	Peter Y. N	lieh				
2	Check the	Appropriate Box if a Member of	a Group*			
	(a)	0				
	(b)	x (1)				
3	SEC Use	Only				
		ip or Place of Organization				

United States of America

	5	Sole Voting Power 200,000 shares (2)
Number of Shares Beneficially	6	Shared Voting Power 11,745,373 shares (3)
Owned by Each Reporting Person With	7	Sole Dispositive Power 200,000 shares (2)
	8	Shared Dispositive Power
		11,745,373 shares (3)
	Aggregate Amour 11,945,373 shares	nt Beneficially Owned by Each Reporting Person
-	11,945,373 shares	nt Beneficially Owned by Each Reporting Person
10 - 11	11,945,373 shares Check Box if the	nt Beneficially Owned by Each Reporting Person (2) (3)

- (2) Includes 113,227 shares of Issuer's Class A Common Stock held of record by Nieh Family Investments LP Fund I. Nieh serves as co-trustee of the general partner of such entity and accordingly shares voting and dispositive power over such shares
- (3) Includes 11,441,783 shares of Class B Common Stock held by Lightspeed VIII and 190,363 shares of Class A Common Stock held by Select. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of its holder at any time. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.
- (4) The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, Nieh beneficially owns 7.4% of the issuer's outstanding Common Stock as of November 30, 2017.

1		f Reporting Persons. ner J. Schaepe				
2	Check the	Check the Appropriate Box if a Member of a Group*				
	(a)	0				
	(b)	x (1)				
3	SEC Use	Only				
4	Citizensh United St	iip or Place of Organization tates of America				

Number of Shares Beneficially Owned by

Sole Voting Power

0

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2017.

Each Reporting Person With				
	7	Sole Dispositive Power 0		
	8	Shared Dispositive Power 11,998,176 shares (2) (3)		
9	Aggregate Amount Beneficially Owned by Each Reporting Person 11,998,176 shares (2) (3)			
10	Check Box if the Agg	gregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 9.8% (4)			
12	Type of Reporting Person* IN			

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2017.

- (2) Includes (a) 213,955 shares of Issuer's Class A Common Stock held of record by The Schaepe-Chiu Living Trust Dated November 5, 1997, and (b) 152,075 shares of Issuer's Class A Common Stock held of record by Schaepe-Chiu Investments I LP — Fund 1. Schaepe serves as co-trustee of The Schaepe-Chiu Living Trust Dated November 5, 1997 and as co-trustee of the general partner of Schaepe-Chiu Investments I LP — Fund 1, and accordingly shares voting and dispositive power over the shares held by both such entities
- (3) Includes 11,441,783 shares of Class B Common Stock held by Lightspeed VIII and 190,363 shares of Class A Common Stock held by Select. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of its holder at any time. LUGP VIII serves as the sole general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.
- (4) The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Current 10-Q, and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons' Class B Common Stock). Based on the total of 160,425,227 shares of Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q, Schaepe beneficially owns 7.5% of the issuer's outstanding Common Stock as of November 30, 2017.

Introductory Note: This Statement on Schedule 13G (this "Statement") is filed on behalf of the Reporting Persons, in respect of shares of Class A Common Stock, par value \$0.000025 per share ("Class A Common Stock"), of Nutanix, Inc. (the "Issuer").

#### Item 1

(a) Name of Issuer

Nutanix, Inc.

(b) Address of Issuer's Principal Executive Offices

> 1740 Technology Drive, Suite 150 San Jose, CA 95110

#### Item 2

(a) Name of Person(s) Filing:

> Lightspeed Venture Partners VII, L.P. ("Lightspeed VII") Lightspeed General Partner VII, L.P. ("LGP VII") Lightspeed Ultimate General Partner VII, Ltd. ("LUGP VII") Lightspeed Venture Partners VIII, L.P. ("Lightspeed VIII") Lightspeed General Partner VIII, L.P. ("LGP VIII") Lightspeed Ultimate General Partner VIII, Ltd. ("LUGP VIII")

Lightspeed Venture Partners Select, L.P. ("Select") Lightspeed General Partner Select, L.P. ("LGP Select") Lightspeed Ultimate General Partner Select, Ltd. ("LUGP Select") Barry Eggers ("Eggers") Jeremy Liew ("Liew") Ravi Mhatre ("Mhatre") Peter Y. Nieh ("Nieh") Christopher J. Schaepe ("Schaepe")

Address of Principal Business Office: c/o Lightspeed Venture Partners (b)

> 2200 Sand Hill Road Menlo Park, CA 94025

(c) Citizenship:

> **Entities:** Lightspeed VII Cavman Islands LGP VII Cayman Islands LUGP VII Cayman Islands Lightspeed VIII Cayman Islands LGP VIII Cayman Islands **LUGP VIII** Cayman Islands Select Cavman Islands LGP Select Cayman Islands **LUGP Select** Cayman Islands Individuals:

United States of America **Eggers** United States of America Liew Mhatre United States of America Nieh United States of America Schaepe United States of America

(d) Title of Class of Securities: Class A Common Stock

67059N108 **CUSIP** Number: (e)

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#### Item 3 Not applicable.

#### Item 4 Ownership.

The following information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2017:

Reporting Persons	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percent of Class (6)	Percent of All Common (7)
Lightspeed VII	_						0.0%	0.0%
LGP VII	_	_	_	_	_	_	0.0%	0.0%
LUGP VII	_	_	_	_	_	_	0.0%	0.0%
Lightspeed VIII (1)	11,441,783	_	11,441,783	_	11,441,783	11,441,783	9.4%	7.1%
LGP VIII (1)	_	_	11,441,783	_	11,441,783	11,441,783	9.4%	7.1%
LUGP VIII (2)	_	_	11,441,783	_	11,441,783	11,441,783	9.4%	7.1%
Select (2)	190,363	_	190,363	_	190,363	190,363	0.2%	0.1%
LGP Select (2)	_	_	190,363	_	190,363	190,363	0.2%	0.1%
LUGP Select (2)	_	_	190,363	_	190,363	190,363	0.2%	0.1%
Eggers (1) (2)	_	_	11,632,146	_	11,632,146	11,632,146	9.5%	7.3%
Liew (2)	_	_	190,363		190,363	190,363	0.2%	0.1%
Mhatre (1) (2) (3)	603,912	603,912	11,632,146	603,912	11,632,146	12,236,058	10.0%	7.6%
Nieh (1) (2) (4)	313,227	200,000	11,745,373	200,000	11,745,373	11,945,373	9.8%	7.4%
Schaepe (1) (2) (5)	366,030	´ —	11,998,176	· –	11,998,176	11,998,176	9.8%	7.5%

general partner of LGP VIII, which serves as the sole general partner of Lightspeed VIII. Eggers, Mhatre, Nieh and Schaepe are directors of LUGP VIII and share voting and dispositive power over the shares held by Lightspeed VIII. (1) Includes 11,441,783 shares of Issuer's Class B Common Stock (each convertible into one share of Class A Common Stock at the option of its holder at any time) held by Lightspeed VIII. LUGP VIII serves as the sole

#### 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 Persons have ceased to be the beneficial owner of

<sup>(2)</sup> Includes 190,363 shares of Issuer's Class A Common Stock held by Select. LUGP Select serves as the sole general partner of LGP Select, which serves as the sole general partner of Select. Eggers, Liew, Mhatre, Nieh and Schaepe are directors of LUGP Select and share voting and dispositive power over the shares held by Select.

Includes 206,350 shares of Issuer's Class A Common Stock held of record by Mhatre Investments LP — Fund I. Mhatre serves as trustee of the general partner of such entity and accordingly exercises sole voting and dispositive power over such shares

Includes 113,227 shares of Issuer's Class A Common Stock held of record by Nieh Family Investments LP — Fund I. Nieh serves as co-trustee of the general partner of such entity and accordingly shares voting and

Includes (a) 213,955 shares of Issuer's Class A Common Stock held of record by The Schaepe-Chiu Living Trust Dated November 5, 1997, and (b) 152,075 shares of Issuer's Class A Common Stock held of record by Schaepe-Chiu Investments I LP — Fund 1. Schaepe serves as co-trustee of The Schaepe-Chiu Living Trust Dated November 5, 1997 and as co-trustee of the general partner of Schaepe-Chiu Investments I LP — Fund 1, and accordingly shares voting and dispositive power over the shares held by both such entities.

The Percent of Class assumes conversion of all of the Reporting Persons' Class B Common Stock into Class A Common Stock, resulting in a total of 121,880,613 shares of Class A Common Stock outstanding (which reflects the sum of (x) 110,438,830 shares of Class A Common Stock outstanding as of November 30, 2017, as reported in the Issuer's Form 10-Q filed with the SEC on December 13, 2017 (the "Current 10-Q"), and (y) 11,441,783 shares of Class A Common Stock issuable on conversion of the Reporting Persons Class B Common Stock).

The Percent of All Common is based on the total of 160,425,227 shares of the Issuer's Common Stock (including 49,986,397 shares of Class B Common Stock) outstanding as of November 30, 2017, as reported in the Current 10-Q.

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.

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.

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#### **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 14, 2018

# Lightspeed Venture Partners VII, L.P.

By: Lightspeed General Partner VII, L.P.

Its: General Partner

By: Lightspeed Ultimate General Partner VII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

## Lightspeed General Partner VII, L.P.

By: Lightspeed Ultimate General Partner VII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

Authorized Representative

# ${\bf Light speed\ Ultimate\ General\ Partner\ VII, Ltd.}$

By: /s/ Ravi Mhatre

Authorized Representative

### Lightspeed Venture Partners VIII, L.P.

By: Lightspeed General Partner VIII, L.P.

Its: General Partner

By: Lightspeed Ultimate General Partner VIII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

# Lightspeed General Partner VIII, L.P.

By: Its:	Lightspeed Ultimate General Partner VIII, Ltd. General Partner	
113.	General Lattier	
By:	/s/ Ravi Mhatre	
	Authorized Representative	
Light	speed Ultimate General Partner VIII, Ltd.	
By:	/s/ Ravi Mhatre	
Dy.	Authorized Representative	<del></del>
Light	speed Venture Partners Select, L.P.	
By:	Lightspeed General Partner Select, L.P.	
Its:	General Partner	
By:	Lightspeed Ultimate General Partner Select, Ltd.	
Its:	General Partner	
By:	/s/ Ravi Mhatre	
Dy.	Authorized Representative	
		19
Light	speed General Partner Select, L.P.	
By:	Lightspeed Ultimate General Partner Select, Ltd.	
Its:	General Partner	
By:	/s/ Ravi Mhatre	
Dy.	Authorized Representative	
Light	speed Ultimate General Partner Select, Ltd.	
By:	/s/ Ravi Mhatre	
	Authorized Representative	
By:	/s/ Barry Eggers	
	Barry Eggers	
By:	/s/ Jeremy Liew	
	Jeremy Liew	
By:	/s/ Ravi Mhatre	
	Ravi Mhatre	
By:	/s/ Peter Y. Nieh	
	Peter Y. Nieh	
By:	/s/ Christopher J. Schaepe	
	Christopher J. Schaepe	
		20
Exhil	pit(s):	
A - Jo	oint Filing Statement	
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We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Common Stock of Nutanix, Inc. is filed on behalf of each of us.

Dated: February 14, 2018

#### Lightspeed Venture Partners VII, L.P.

By: Lightspeed General Partner VII, L.P.

Its: General Partner

By: Lightspeed Ultimate General Partner VII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

# Lightspeed General Partner VII, L.P.

By: Lightspeed Ultimate General Partner VII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

### Lightspeed Ultimate General Partner VII, Ltd.

By: /s/ Ravi Mhatre

**Authorized Representative** 

## Lightspeed Venture Partners VIII, L.P.

By: Lightspeed General Partner VIII, L.P.

Its: General Partner

By: Lightspeed Ultimate General Partner VIII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

## Lightspeed General Partner VIII, L.P.

By: Lightspeed Ultimate General Partner VIII, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

**Authorized Representative** 

# Lightspeed Ultimate General Partner VIII, Ltd.

By: /s/ Ravi Mhatre

Authorized Representative

## Lightspeed Venture Partners Select, L.P.

By: Lightspeed General Partner Select, L.P.

Its: General Partner

By: Lightspeed Ultimate General Partner Select, Ltd.

Its: General Partner

By: /s/ Ravi Mhatre

Authorized Representative

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# Lightspeed General Partner Select, L.P.

By: Lightspeed Ultimate General Partner Select, Ltd.

Its: General Partner

By:	/s/ Ravi Mhatre	
	Authorized Representative	_
Lights	peed Ultimate General Partner Select, Ltd.	
By:	/s/ Ravi Mhatre	
J	Authorized Representative	_
By:	/s/ Barry Eggers	
J	Barry Eggers	_
By:	/s/ Jeremy Liew	
	Jeremy Liew	_
By:	/s/ Ravi Mhatre	
<i>y</i> .	Ravi Mhatre	=
By:	/s/ Peter Y. Nieh	
J	Peter Y. Nieh	=
By:	/s/ Christopher J. Schaepe	
J.	Christopher J. Schaepe	_
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