

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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)

July 30, 2018

NUTANIX, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

001-37883

(Commission File Number)

27-0989767

(IRS Employer
Identification No.)

**1740 Technology Drive, Suite 150
San Jose, California 95110**

(Address of principal executive offices, including zip code)

(408) 216-8360

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Resignation of Sudheesh Nair Vadakkedath as President

On July 30, 2018, Sudheesh Nair Vadakkedath, President of Nutanix, Inc. (the “Company”), notified the Company that he will resign from his position as the Company’s President, effective July 31, 2018, to pursue an opportunity as the Chief Executive Officer of a privately-held company. Mr. Vadakkedath’s resignation as President is not the result of any disagreement with the Company regarding its operations, policies or practices. The Company thanks Mr. Vadakkedath for his years of service to the Company.

Item 8.01 Other Events

On August 1, 2018, the Company issued a press release about Mr. Vadakkedath’s resignation. A copy of the press release is attached hereto as Exhibit 99.1.

The information in Section 8.01 of this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit Number

Description

99.1

Press Release, dated August 1, 2018

SIGNATURES

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

NUTANIX, INC.

Date: August 1, 2018

By: /s/ Kenneth W. Long III

Kenneth W. Long III

VP, Corporate Controller and Chief

Accounting Officer

(Principal Accounting Officer)

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
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99.1	Press Release, dated August 1, 2018
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Nutanix Announces Executive Departure

SAN JOSE, Calif.--(BUSINESS WIRE)--August 1, 2018--Nutanix® (NASDAQ: NTNX) today announced President Sudheesh Nair has left the company for a new opportunity. In a memo sent today to all employees, Nutanix CEO Dheeraj Pandey communicated the details of his departure. The memo said:

“As we come to a FY18 financial year close, I wanted to share an update with you regarding our President, Sudheesh Nair. Many of you might remember that nine months ago, he handed over the reins of the Sales organization to Lou Attanasio, our Chief Revenue Officer. Ever since, Sudheesh and I have been engaged in deep discussions about ‘the next big thing’ for him -- a broad sense of purpose, as I call it, that takes another \$0 idea to a billion dollars. After all, that is what he helped us create when he joined us more than seven years ago.

Sudheesh joined us in February 2011, when we were still pre-product and pre-revenue. We launched the company in August 2011 at VMworld, within a few months of his joining. For all practical purposes, I consider him a founder who was my partner-in-crime as we built this company from scratch. I related to him a lot because deep down, he was a rebel. We violently agreed on many contrarian (iconoclastic?) views on business-building -- picking a difficult (mission-critical) first workload in virtual desktops, going international early, hugging DMRs such as CDW hard, distributing our software through server OEMs, and embarking on Xi. I also relate to him because he is a constant learner, an ardent reader, and insatiably self-aware.

Today, I congratulate Sudheesh on joining hands with my best friend, Ajeet Singh at ThoughtSpot as CEO. Many of you know that Ajeet was one of my fellow co-founders when we started the company back in the Fall of 2009. He moved on to start ThoughtSpot in early 2012. ThoughtSpot is an emerging force in the space of business intelligence and consumer-grade data analytics for the enterprise. The clock has turned a full circle. My gut says that Sudheesh will be back soon, selling to our Data Science folks and hustling to build synergies in subscription and Xi. He will be part of the larger family, and that’s what makes this bittersweet. The other positive in this event is the sense of pride we can all have about producing a promising CEO out of Nutanix. If we truly become an operating systems company -- like Oracle, Microsoft, and Amazon -- we will produce a ton of great leaders who will go on to lead other companies. Let’s take this opportunity to congratulate him and wish him luck.

I'd be remiss if I didn't take this opportunity to thank the other rebel I've come to relate a lot to: our CRO, Lou. Having taken the mantle barely 9 months ago, he -- with our CFO Duston's help -- has successfully transformed this business into a software company. There is another big transformation ahead of us, as we seamlessly move to a subscription model. That journey began when we moved to software, given that our entitlements are term-based and a chunk of our business is deferred revenue. Xi will help us culminate this journey of the invisible, as we 'digitally stream' the Nutanix experience over the Internet. Now that will be some company to watch!"

About Nutanix

Nutanix is a global leader in cloud software and hyperconverged infrastructure solutions, making infrastructure invisible so that IT can focus on the applications and services that power their business. Companies around the world use Nutanix Enterprise Cloud OS software to bring one-click application management and mobility across public, private and distributed edge clouds so they can run any application at any scale with a dramatically lower total cost of ownership. The result is organizations that can rapidly deliver a high-performance IT environment on demand, giving application owners a true cloud-like experience. Learn more at www.nutanix.com or follow us on Twitter @nutanix.

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