FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

STATEMEN	OMB Number: Estimated average bu	3235-0287 irden		
Filed	hours per response:	0.5		
	2. Issuer Name and Ticker or Trading Symbol Nutanix, Inc. [NTNX]	5. Relationship of R (Check all applicab	,	Issuer

Name and Address of Reporting Person* Mhatre Ravi			2. Issuer Name and Ticker or Trading Symbol Nutanix, Inc. [NTNX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Other (specify					
	ust) (First) (Middle) O LIGHTSPEED VENTURE PARTNERS 00 SAND HILL ROAD				3. Date of Earliest Transaction (Month/Day/Year) 04/04/2017						below)		low)		
(Street) MENLO PARK		94025			4. If Amendment, Date of Original Filed (Month/Day/Year)						Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)													
Table I - I			2. Transactic Date (Month/Day/	n	2A. Deemed Execution Date,	3.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a 5)		(A) or	5. Amount of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
				(MOHIII/Day/Tear)	Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(y (a.idaii iy	(Instr. 4)			
Class A Common	ı Stock		04/04/20	17		J ⁽¹⁾		2,860,445	D	(1)	4,631,331	I	By Lightspeed Venture Partners VII, L.P. ⁽²⁾		
Class A Common	ı Stock		04/04/20	17		J ⁽¹⁾		736,565	A	(1)	736,565	I	By Lightspeed General Partner VII L.P. ⁽⁴⁾⁽³⁾		
Class A Common	ı Stock		04/04/20	17		J ⁽⁵⁾		736,565	D	(5)	0	I	By Lightspeed General Partner VII L.P. ⁽⁴⁾⁽³⁾		
Class A Commor	ı Stock		04/04/20	17		J ⁽⁵⁾		109,851	A	(5)	219,704	D			
Class A Commor	ı Stock		04/04/20	17		J(6)		1,430,223	D	(6)	751,928	I	By Lightspeed Venture Partners VIII, L.P. ⁽⁷⁾		
Class A Commor	ı Stock		04/04/20	17		J(6)		332,886	A	(6)	332,886	I	By Lightspeed General Partner VIII, L.P. ⁽⁹⁾		
Class A Common	ı Stock		04/04/20	17		J ⁽¹⁰⁾		332,886	D	(10)	0	I	By Lightspeed General Partner VIII, L.P. ⁽⁹⁾		
Class A Common	ı Stock		04/04/20	17		J ⁽¹⁰⁾		44,581	A	(10)	89,162	I	By Mhatre Investments LP - Fund 1 ⁽¹¹⁾		
		Table II			ecurities Acqualls, warrants							•			

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Ta Date (Month/Day/Year)	好他中で呼ばれる Execution Date, if any (e.g., p -(Month/Day/Year)	MægeGalle,	itfesumedu of Warivants, Securities Acquired (A) or Disposed of (D)	ifeAntq5kgpis3844Pof, Expiration Date QDXHQD5yr&QDVertil	OF Beneficiall Amount of Besachstitles) Underlying Derivative Security (Instr. 3 and 4)	y Over ed Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed (D) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Exercisable Date	7. Title and Amount of Securities Underlyingount Derivative Security Hinshes and 4) Of Shares	8. Price of Derivative Security (Instr. 5)	gratimaler of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Explanation of Responses:				(Instr. 3, 4				(Instr. 4)			

- 2. The shares are held of record by Lightspeed VII.
- 2. The shares are held of record by Lightspeed VII.

 3. Lightspeed Ultimate General Partner VII, Ltd. is the sole general partner of Lightspeed General Partner VII, L.P. ("LGP VII"), which is the windle general partner of Lightspeed VII. The individual directors of Lightspeed Ultimate General Partner VII, Ltd. are Christopher J. Schaepe, Barry Eggers, Ravi Mhatre Date Peter Nich Explication Code V (A) (D) Exercisable Date Title Shares shares except to the extent of their pecuniary interest therein.
- 4 The shares are held of record by LGP VII
- 5. Represents in-kind distribution by LGP VII without consideration to its partners (including Messrs. Schaepe, Eggers, Mhatre, and Nieh).
- 6. Represents in-kind distribution by Lightspeed Venture Partners VIII, L.P. ("Lightspeed VIII") without consideration to its partners (including LGP VIII, the general partner of Lightspeed VIII).
- 7. The shares are held of record by Lightspeed VIII.
- 8. Lightspeed Ultimate General Partner VIII, Ltd. is the sole general partner of Lightspeed General Partner VIII, L.P. ("LGP VIII"), which is the sole general partner of Lightspeed VIII. The individual directors of Lightspeed Ultimate General Partner VIII, Ltd. are Christopher J. Schaepe, Barry Eggers, Ravi Mhatre and Peter Nieh. Messrs. Schaepe, Eggers, Mhatre, and Nieh disclaim their beneficial ownership of the shares except to the extent of their pecuniary interest therein.
- 9. The shares are held of record by LGP VIII.
- 10. Represents in-kind distribution by LGP VIII without consideration to its partners (including Messrs. Schaepe, Eggers, Mhatre, and Nieh).
- 11. The shares are held of record by Mhatre Investments LP Fund 1. Mr. Mhatre serves as the trustee of the general partner of such entity

04/05/2017 /s/ Ravi Mhatre

** 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.