FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D	.C. 20549
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Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Inchrigation 1/h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) 12/16/2022	Name and Address of Reporting Person*     Sivaraman Rukmini						2. Issuer Name and Ticker or Trading Symbol Nutanix, Inc. [ NTNX ]								Check	all app		ng Pe	10% O	wner
City   (State)   City   City   (State)   City   C															X	,		below)		specify
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/	SAN JOS					4. If Amendment, Date of Original Filed (Month/Day/Year)								ine)  X Form filed by One Reporting Person Form filed by More than One Reporting					son	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date Date Date Date Date Date Date Date																				
Class A Common Stock  12/16/2022  S 13,130(1) D \$30.5111 107,116 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3) Price of Derivative Security	1. Title of Security (Instr. 3) 2. Transaction Date					on Year)	2A. Deemed Execution Date, ear) if any		3. 4. Securities A Disposed Of (		Acquire	d (A) or	r 5. Am Secur Bener Owne		rount of rities I ficially		m: Direct or Indirect	of Indirect Beneficial Ownership		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise (Month/Day/Year)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Exercisable and Expiration Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 3)  8. Price of Derivative Security (Instr. 5)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 4)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 4)  10. Ownership Form: Direct (D) Ownersh (Instr. 4)  11. Nature of Derivative Securities Underlying Derivative Security (Instr. 4)  12. Amount or Number of Derivative Security (Instr. 4)  13. Transaction Date Exercisable and Expiration Date (Month/Day/Year)  14. Transaction Ownership Form: Direct (D) Ownersh (Instr. 4)  15. Number of Derivative Security (Instr. 3)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities Underlying Derivative Security (Instr. 3)  18. Price of Derivative Security (Instr. 3)  19. Number of Derivative Securities (Instr. 4)  10. Ownership Form: Direct (D) Ownersh (Instr. 4)									Code	v	Amount	(A) or (D)	Price	Transa		ction(s)			(111501. 4)	
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Tritle of Derivative Security (Instr. 3)  2. Conversion or Exercise (Month/Day/Year)  2. Conversion Options, convertible securities (Month/Day/Year)  3. Transaction Date (Expiration Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Securities (Instr. 5)  9. Number of Derivative Securities (Month/Day/Year)  9. Number of Derivative Securities (Instr. 4)  10. Ownership Form: Direct (D) Ownership Porm:	Class A Common Stock 12/16/202				22			S		13,130(1)	D	\$30.5	30.5111		107,116		D			
Derivative Security (Instr. 3)  Instr. 3)  Define (Month/Day/Year)  Derivative Security (Instr. 3)  Define (Month/Day/Year)  Instr. 3)  Define (Month/Day/Year)  Derivative Security (Month/Day/Year)  Derivative Security (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Instr. 5)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Securities (Instr. 5)  Derivative Securities (Month/Day/Year)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 5)																				
	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execu	ution Date,	Transa Code	Transaction Code (Instr. 8) S A A (#		vative rities iired r osed ) r. 3, 4	Expiration Date		Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

1. Represents shares sold to cover the tax liability arising from the vesting of Reporting Person's Restricted Stock Units, or RSUs.

## Remarks:

/s/ Raymond Hum, Attorney

12/20/2022

in Fact

\*\* 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.