

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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

1. Name and Address of Reporting Person* <u>Singh Ajeet</u> (Last) (First) (Middle) <u>1740 TECHNOLOGY DRIVE</u> <u>SUITE 150</u> (Street) <u>SAN JOSE CA 95110</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/29/2016</u>	3. Issuer Name and Ticker or Trading Symbol <u>Nutanix, Inc. [NTNX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Class B Common Stock	(1)	(1)	Class A Common Stock ⁽¹⁾	500,000	(1)	I	BY SINGH/SAHARAN 2014 IRREVOCABLE DESCENDANTS' TRUST ⁽²⁾
Class B Common Stock	(1)	(1)	Class A Common Stock ⁽¹⁾	4,519,801	(1)	I	BY SINGH/SAHARAN REVOCABLE TRUST ⁽³⁾

Explanation of Responses:

- The Issuer filed a prospectus dated 09/29/16 under Rule 424(b) (File No. 333-208711) on 09/30/16 (the "Prospectus"). The Reporting Person was subject to a lock-up agreement during the 180-day period after 09/29/16. After expiration of this lock-up period, each share of the Issuer's Class B Common Stock became convertible into one share of the Issuer's Class A Common Stock at the option of the holder or under certain circumstances described in the Prospectus. The Class B Common Stock may convert into Class A Common Stock upon the 17-year anniversary of the closing of the Issuer's IPO.
- The shares are owned by the SINGH/SAHARAN 2014 IRREVOCABLE DESCENDANTS' TRUST (the "Irrevocable Trust"). The Reporting Person is a co-trustee of the Irrevocable Trust and, as such, may be deemed to have beneficial ownership in such shares.
- The shares are owned by the SINGH/SAHARAN REVOCABLE TRUST (the "Revocable Trust"). The Reporting Person is a co-trustee of the Revocable Trust and, as such, may be deemed to have beneficial ownership in such shares.

Remarks:

/s/ Ajeet Singh05/23/2017

** 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 5 (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.