

**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)
August 1, 2022

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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading symbol(s)</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock, \$0.000025 par value per share	NTNX	The Nasdaq Global Select Market

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 2.02. Results of Operations and Financial Condition.

On August 1, 2022, Nutanix, Inc. (the “Company”) issued a press release announcing the appointment of Andrew Brinded as Chief Revenue Officer. The press release includes an update to the Company’s outlook for its fiscal fourth quarter and full year fiscal 2022 issued on May 25, 2022. A copy of the Company’s press release is attached hereto as Exhibit 99.1.

The information provided pursuant to Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise be subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the rules and regulations of the Securities and Exchange Commission (the “SEC”) thereunder, or the Exchange Act or the rules and regulations of the SEC thereunder, except as shall be expressly set forth by specific reference in such filing or document.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release issued by Nutanix, Inc. on August 1, 2022

SIGNATURES

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

NUTANIX, INC.

Date: August 1, 2022

By: /s/ Rukmini Sivaraman
Rukmini Sivaraman
Chief Financial Officer

Nutanix Names Andrew Brinded as Chief Revenue Officer

Updates Fourth Quarter and Full Year Fiscal 2022 Financial Outlook

SAN JOSE, Calif.--(BUSINESS WIRE)--August 1, 2022--Nutanix (NASDAQ: NTNX), a leader in hybrid multicloud computing, today announced the appointment of Andrew Brinded as Chief Revenue Officer, effective immediately. Brinded succeeds Dominick Delfino, who has stepped down to pursue a new opportunity at another technology company.

“During his five-year tenure at Nutanix, Andrew has demonstrated deep technology sales acumen, a strategic mindset and strong leadership capabilities,” said Rajiv Ramaswami, President and CEO of Nutanix. “Andrew has a strong command of go-to-market strategies and how to drive customer satisfaction. Coupled with his expertise in developing innovative business strategies and identifying and cultivating leaders, Andrew’s knowledge and experience will be valuable assets to Nutanix as we enter our next phase of growth. We are fortunate to have such a deep bench of talent and a truly world-class sales organization, and we are confident that we will continue to build on our momentum under Andrew’s leadership. We thank Dom for his contributions to Nutanix, and we wish him the best in the next phase of his career.”

“I could not be more fond of, and appreciative for, my time at Nutanix since joining the Company in 2017. Nutanix is an outstanding organization with exceptional people, and I’m honored to become CRO,” said Brinded. “I feel fortunate to be supported by such a talented team, and I am excited to hit the ground running. I look forward to working closely with the leadership team as we continue to focus on driving revenue growth and delivering for our customers.”

Brinded joined Nutanix in 2017 and has served in a number of senior sales roles, having most recently served as Senior Vice President & Worldwide Sales Chief Operating Officer. Prior to serving as SVP & Worldwide Sales Chief Operating Officer, Brinded led the EMEA Business at Nutanix. Before joining Nutanix, Brinded served as a Sales & Marketing Director at QiO and previously as a Senior Sales Manager at EMC. Brinded also spent over a decade at IBM, serving in a variety of business development and sales roles.

Updating Fourth Quarter and Full Year Fiscal 2022 Financial Outlook

Nutanix today is also updating its outlook for its fiscal fourth quarter and full year fiscal 2022 issued on May 25, 2022. Revenue, ACV billings and non-GAAP gross margin are expected to be at or above the high end of the respective prior ranges and non-GAAP operating expenses are expected to be in line with the prior ranges.

About Nutanix

Nutanix is a global leader in cloud software and a pioneer in hyperconverged infrastructure solutions, making clouds invisible, freeing customers to focus on their business outcomes. Organizations around the world use Nutanix software to leverage a single platform to manage any app at any location for their hybrid multicloud environments. Learn more at www.nutanix.com or follow us on social media @nutanix.

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Forward-Looking Statements

This press release contains express and implied forward-looking statements, including, but not limited to, statements relating to (i) our expectations regarding our Chief Revenue Officer transition, (ii) our expectations regarding continuing to build on our momentum, and (iii) Nutanix's update to its outlook for its fiscal fourth quarter and full year fiscal 2022 issued on May 25, 2022, including expectations regarding revenue, ACV billings and non-GAAP gross margin, and non-GAAP operating expenses. These forward-looking statements are not historical facts and instead are based on our current expectations, estimates, opinions, and beliefs. Consequently, you should not rely on these forward-looking statements. The accuracy of these forward-looking statements depends upon future events and involves risks, uncertainties, and other factors, including factors that may be beyond our control, that may cause these statements to be inaccurate and cause our actual results, performance or achievements to differ materially and adversely from those anticipated or implied by such statements, including, among others: failure to successfully implement or realize the full benefits of, or unexpected difficulties or delays in successfully implementing or realizing the full benefits of, our business plans, strategies, initiatives, vision, and objectives; our ability to achieve, sustain and/or manage future growth effectively; delays or unexpected accelerations in our current and future business model transitions; the rapid evolution of the markets in which we compete, including the introduction, or acceleration of adoption of, competing solutions, including public cloud infrastructure; failure to timely and successfully meet our customer needs; delays in or lack of customer or market acceptance of our new solutions, products, services, product features or technology; macroeconomic or geopolitical conditions; the timing, breadth, and impact of the COVID-19 pandemic on our business, operations, and financial results, as well as the impact on our customers, partners, and end markets; factors that could result in the significant fluctuation of our future quarterly operating results, including, among other things, anticipated changes to our revenue and product mix, including changes as a result of our transition to a subscription-based business model, which will slow revenue growth during such transition and make forecasting future performance more difficult, the timing and magnitude of orders, shipments and acceptance of our solutions in any given quarter, our ability to attract new and retain existing end-customers, changes in the pricing and availability of certain components of our solutions, and fluctuations in demand and competitive pricing pressures for our solutions; and other risks detailed in our Annual Report on Form 10-K for the fiscal year ended July 31, 2021 filed with the U.S. Securities and Exchange Commission, or the SEC, on September 21, 2021, our Quarterly Report on Form 10-Q for the fiscal quarter ended October 31, 2021 filed with the SEC on December 2, 2021, our Quarterly Report on Form 10-Q for the fiscal quarter ended January 31, 2022 filed with the SEC on March 10, 2022, and our Quarterly Report on Form 10-Q for the fiscal quarter ended April 30, 2022 filed with the SEC on June 2, 2022. Our SEC filings are available on the Investor Relations section of our website at ir.nutanix.com and on the SEC's website at www.sec.gov. These forward-looking statements speak only as of the date of this press release and, except as required by law, we assume no obligation, and expressly disclaim any obligation, to update, alter or otherwise revise any of these forward-looking statements to reflect actual results or subsequent events or circumstances.

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