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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						
Instruction 1(b).						

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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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) C/O ZSCALER, INC. 120 HOLGER WAY (Street) SAN JOSE CA 95134 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible security (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible security (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired (Instr. 4) Table II - Derivative Securities Acquired (Instr. 4	Name and Address of Reporting Person* Rajic Dali						2. Issuer Name and Ticker or Trading Symbol Zscaler, Inc. [ZS]									(Check	all app	o of Reportir blicable) ctor er (give title	ng Pers	son(s) to Is 10% O Other (wner	
(Street) SAN JOSE CA 95134 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired (D) or Indirect	C/O ZSCALER, INC.															X	below)		below)	Speed,		
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year)	(Street) SAN JOSE CA 95134					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)	X Form filed by One Reporting Person Form filed by More than One Reporting					
Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date if any (Month/D			Table	I - I	Non-Deriva	tive	Secui	rities	Acc	quir	red, D	Disp	posed o	of, or	Benefi	cially	Own	ed				
Common Stock 12/16/2022 S(I) 7,113 D \$114.1383(2) 296,820 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Conversion or Exercise Price of Derivative Security (Instr. 3) 8. Price of Derivative Securities Securities Acquired Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and Expection Date (Month/Day/Year) 8. Price of Derivative Securities Securities Underlying Derivative Securities Underlying Derivative Securities Securities Securities Acquired (Instr. 4) Amount of Securities Securities Underlying Derivative Securities Securities Securities Acquired (Instr. 4) Amount of Securities Acquired Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities (Month/Day/Year) 3. Transaction (S) (Instr. 3 and 4) 8. Price of Derivative Securities Securities Securities Underlying Derivative Securities Securities (Instr. 4) 9. Number of Derivative Securities Securities Deneficially Owned (Instr. 4) 11. Nature of Derivative Securities Acquired (Instr. 4) 12. Amount of Securities Acquired (Instr. 4) 13. Amount of Securities Acquired (Instr. 4) 14. Title and Amount of Securities (Instr. 5) 15. Number of Derivative Securities (Month/Day/Year) 16. Date Exercisable and Experimental Experiment	Date					Execution ar) if any		n Date,	Tr	Transaction Code (Instr.						5)	Securities Beneficially Owned		Form: Direct (D) or Indirect (I)		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) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) Amount of Derivative Security (Instr. 3) Amount or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) Derivative Securities (A) or Disposed of or Beneficially Owned (Expiration Date (Month/Day/Year) Transaction Date (Month/Day/Year) Derivative Securities (Instr. 4) Amount or Number						C	Code V		Amo	ount	(A) or (D)	Price	Trans		action(s)							
(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) 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date Execution Date (Instr. 4) 4. Transaction Code (Instr. 8) 5. Number of Execution Date (Month/Day/Year) 9. Number of derivative Securities Underlying Derivative Security (Instr. 5) 9. Number of derivative Securities Underlying Derivative Security (Instr. 5) 9. Number of derivative Securities Underlying Derivative Security (Instr. 4) 10. Ownership Form: Direct (D) Ownership	Common	Stock			12/16/2022	2		S	S ⁽¹⁾	7,113		D	\$114.1	383(2)	296,820			D				
Derivative Security (Instr. 3) Price of Derivative Security (Security (Instr. 3)) Price of Derivative Security (Instr. 3) Price of Derivative Securities (Month/Day/Year) Price of Derivative Securities (Instr. 4) Price of Derivative Securities (Month/Day/Year) Price of Derivative Securities (Month/Day/Year) Price of Derivative Securities (Month/Day/Year) Price of Derivative Securities (Instr. 4) Price of Derivative Securities (Month/Day/Year) Price of Month/Day/Year) Price of Derivative Securities (Instr. 4) Price of Month/Day/Year) Price of Month/Day/Year) Price of Derivative Securities (Instr. 4) Price of Month/Day/Year) Price of M																						
Date Expiration of	Derivative Security	Conversion or Exercise Price of Derivative	Date	Exe if a	ecution Date, ny	Trans Code		of Deriv Secur Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	Expiration Date (Month/Day/Year)				Am Sec Und Der Sec 3 an	ount of curities derlying ivative curity (Instind 4) Amount or Numbe	Deri Sec (Ins	ivative urity	derivative Securities Beneficially Owned Following Reported Transaction	y [0	Ownership Form: Direct (D) or Indirect	Beneficial Ownership t (Instr. 4)	

Explanation of Responses:

- 1. Represents the number of shares sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of restricted stock units as mandated by the Issuer's election under its equity incentive plans and does not represent a discretionary trade by the Reporting Person.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$114.1384, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

/s/ Torrie Nute, by power of

12/19/2022

<u>attorney</u>

** 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.