FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

	OMB APPROVAL									
	OMB Number:	3235-0287								
	Estimated average burden									
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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)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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1. Name and Address of Reporting Person* BLASING KAREN						2. Issuer Name <b>and</b> Ticker or Trading Symbol Zscaler, Inc. [ZS]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last)	) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 10/04/2023									Officer (give title below)				(specify	
C/O ZSCALER, INC. 120 HOLGER WAY					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person					
(Street)	creet) AN JOSE CA 95134					Form filed by More than One Reporting Person													orting	
(City)	(State) (Zip)					Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Tal	ole I -	Non-Der	ivativ	e Sec	curit	ies A	cqui	red, I	Disposed	of, or	Ben	eficially	/ Owned					
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		ate,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 9				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
			Code					v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock				10/04/20	0/04/2023				M		10,834	A		\$5.82	14,	896		D		
Common Stock				10/04/20	/2023				S <sup>(1)</sup>		900	D	\$15	2.9056 <sup>(2)</sup>	13,	996		D		
Common Stock 10/04					23				S <sup>(1)</sup>		2,648	D	\$15	3.6046(3)	11,	348		D		
Common Stock 10/04					23			S			3,352	D	\$15	4.8563(4)	7,9	7,996		D		
Common Stock 1					23				S <sup>(1)</sup>		100	D	\$1	155.18	7,896			D		
Common Stock															25,624		I		See footnote <sup>(5)</sup>	
			Table								isposed o s, convert				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if any			action (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Insti 3, 4 and 5)		Expiration (Month/Da			of Se Unde Deriv	7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transact (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exe	e rcisabl	Expiration le Date	Title		Amount or Number of Shares						
Employee Stock Option (right to	\$5.82	10/04/2023			M			10,834	4 (6)		03/02/2024	4 Comi		10,834	\$0	97,500		D		

## **Explanation of Responses:**

- 1. The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted on July 5, 2023.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.12 to \$153.11, 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 ranges set forth in footnotes (2) through (4) to this Form 4.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$153.14 to \$154.07, 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 ranges set forth in foomotes (2) through (4) to this Form 4.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$154.18 to \$155.17, 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 ranges set forth in footnotes (2) through (4) to this Form 4.
- 5. The shares are held of record by The Blasing Family Revocable Trust U/A dtd 12/22/2005 for which the reporting person serves as trustee.
- 6. The shares subject to the options are fully vested and immediately exercisable.

## Remarks:

/s/ Torrie Nute, by power of attornev

10/04/2023

\*\* 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.