

FIREEYE, INC.
Reported by
VERDECANNA FRANK

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 02/09/18 for the Period Ending 02/07/18

Address 601 MCCARTHY BLVD
MILPITAS, CA, 95035
Telephone 408-321-6300
CIK 0001370880
Symbol FEYE
Fiscal Year 12/31

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * VERDECANNA FRANK (Last) (First) (Middle) C/O FIREEYE, INC., 601 MCCARTHY BLVD. (Street) MILPITAS, CA 95035 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol FireEye, Inc. [FEYE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) EVP, CFO & CAO
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">2/7/2018</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/7/2018		A		159498 (1)	A	\$0.00	327275	D	
Common Stock	2/7/2018		A		2160 (2)	A	\$0.00	329435	D	
Common Stock	2/7/2018		A		87500 (3)	A	\$0.00	416935	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Represents shares underlying restricted stock units ("RSUs") paid to the Reporting Person upon achievement of certain performance criteria. The RSUs will vest with respect to one-third of the underlying shares on February 15, 2018, and with respect to an additional one-third of the underlying shares on each of the two anniversaries thereafter, in each case subject to the Reporting Person's continued service through such date.
- (2) Represents shares underlying restricted stock units ("RSUs"), paid to the Reporting Person upon achievement of certain performance criteria. The RSUs will vest in full on February 15, 2018, subject to the Reporting Person's continued service through such date.
- (3) Represents shares underlying restricted stock units ("RSUs"). One-fourth (1/4) of the RSUs will vest on each of the first four anniversaries of February 15, 2018, in each case subject to the Reporting Person's continued service through the applicable vesting date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VERDECANNA FRANK C/O FIREEYE, INC. 601 MCCARTHY BLVD. MILPITAS, CA 95035			EVP, CFO & CAO	

Signatures

Louise Carbone, Attorney-in-Fact

2/9/2018

—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 control number.