Edgar Filing: QUINSTREET, INC - Form 4

QUINSTREI Form 4											
November 12	ГЛ								OMB A	PPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287		
Check thi if no long subject to Section 1	F CHANGES IN BENEFICIAL OWNERSHI SECURITIES					NERSHIP OF	Expires: January				
Form 4 or Form 5 obligation may cont <i>See</i> Instru 1(b).	r Filed purs ns Section 17(a	a) of the l	Public Ut	6(a) of the	e Securiti ing Com	ipany	Act of	e Act of 1934, f 1935 or Section 40	burden hou response	•	
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Wong Gregory			2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	/liddle)		Earliest Tra	ansaction			(Check all applicable)			
			(Month/Day/Year) 11/10/2014					Director 10% Owner XOfficer (give title Other (specify below) below) CFO			
FOSTER CI	(Street) TY, CA 94404			ndment, Dat th/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by M	One Reporting Pe	erson	
(City)		(Zip)	Tabl	I Non D	onivotivo	Soon	itios A or	Person	or Donoficial	ly Owned	
1.Title of Security (Instr. 3)	Title of2. Transaction Date2A. Deemedcurity(Month/Day/Year)Execution Date, if		med on Date, if	3.	4. Securities Acquired tion(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported	ecurities Form: Direct eneficially (D) or wned Indirect (I) bllowing (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	11/10/2014			F <u>(1)</u>	353	D	\$ 4.12	143,761	D		
Common Stock	11/10/2014			F <u>(1)</u>	1,175	D	\$ 4.12	142,586	D		
Common Stock	11/10/2014			F <u>(1)</u>	353	D	\$ 4.12	142,233	D		
Common Stock	11/10/2014			F <u>(1)</u>	176	D	\$ 4.12	142,057	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Wong Gregory 950 TOWER LANE, 6TH FLOOR FOSTER CITY, CA 94404			CFO				
Signatures							
By: Martin J. Collins For: Gregory Wong		11/12/2014	1				
**Signature of Reporting Person		Date					

Explanation of Responses:

- * 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).

Exempt transaction pursuant to Section 16b-3 for payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3. All of the shares reported as disposed of in

(1) this Form 4 were relinquished to the Issuer by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's agreement to pay federal and state tax withholding obligations of the Reporting Person resulting from the vesting of RSUs. The Reporting Person did not sell or otherwise dispose of any of the shares in this Form 4 for any reason other than to cover required taxes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.