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** 3235-0287 Estimated average burden hours per response: 0.5

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* <u>Valenti Douglas</u>						2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [ QNST ]										k all app	ionship of Reporting all applicable) Director		rson(s) to Is	
(Last) 950 TOV		(First) NE, 6TH FL	•	iddle)			3. Date of Earliest Transaction (Month/Day/Year) 11/29/2021								X	below	icer (give title low)  Chief Execut		Other (below) Officer	specify
(Street) FOSTER (City)		CA (State)	94 (Zi	404 p)		4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)									vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
1. Title of Security (Instr. 3) 2. To Date				2. Transaction	2. Transaction		2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		d (A) o	or 5. Amour and 5) Securitie Beneficia		unt of 6. C ies For cially (D) Following (I) (		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount	(A) or (D)	Price		Transa (Instr.	action(s) 3 and 4)			
	ommon Stock			$\dashv$	11/29/20		_			S		53,543 <sup>(1)</sup> 46,457 <sup>(1)</sup>	D D	+	5.28 <sup>(2)</sup> 5.15 <sup>(3)</sup>	-	663,477 617,020			by Trust
Common					11/30/20	21				3		40,437	<u>Б</u>	Ψι	0.13(*/		416,365		D	by IIust
Common	nmon Stock														6	6,903		I	by Son <sup>(4)</sup>	
			Tab	le II								oosed of, o				Owne	t			
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution Date, if any				4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expir	te Exer ation D th/Day/		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Der Sec (Ins	Price of ivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
						Code	v	(A)	(D)	Date Exercisable		Expiration Date		Amour or Number of Shares	er					

## **Explanation of Responses:**

- 1. These shares were effected pursuant to a Rule 10b5-1 trading plan. The plan was implemented to meet long-term estate planning and diversification objectives of the reporting person, and extend over a multi-year period. The shares sold represent less than 4% of the shares beneficially owned by the reporting person as of December 31, 2020.
- 2. The shares were sold at prices between \$15.12 and \$15.79. The reporting person will provide upon request to the SEC, the issuer, or security holder of the issuer, full information regarding the number of shares sold at each price.
- 3. The shares were sold at prices between \$15.00 and \$15.40. The reporting person will provide upon request to the SEC, the issuer, or security holder of the issuer, full information regarding the number of shares sold at each price.
- 4. Shares held by Mr. Valenti's children.

By: Gregory Wong For: 12/01/2021 Douglas Valenti

\*\* 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.