FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
	obligations may continue. See
	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Estimated average burden 0.5 hours per response: Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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Name and Address of Reporting Person* Mackley Scott					2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC QNST								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
														Director			10% Ow	· I
(Last) (First) (Middle)						Date of Earliest Transaction (Month/Day/Year)							X	below)	give title	itle Other (s below)		pecify
950 TOWER LANE, 6TH FLOOR					08/04/2011									Executive Vice President				
[]					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street) FOSTER CITY CA 94404													Line) X	ne) X Form filed by One Reporting Person				
													Form filed by More than One Reporting Person					
(City) (State) (Zip)													1 0.5011					
		Ta	able I - Non-	Deriva	tive S	ecuritie	s A	cquired	l, Dis	posed o	f, or Be	nefici	ally	Owned				
Date			2. Transac Date (Month/Da	Execution Dat		n Date	te, Transaction Disposed Code (Instr.		rities Acquired (A) o ed Of (D) (Instr. 3, 4 a		r ınd 5)	5. Amount Securities Beneficial Owned Fo	Form ly (D) or		Direct I Indirect E str. 4)	7. Nature of ndirect Beneficial Ownership		
								Code	v	Amount	Amount (A) or (D)		ce		oorted nsaction(s) str. 3 and 4)		((Instr. 4)
	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)	3A. Deemed Execution Date if any (Month/Day/Ye	Code	saction (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year))	d 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)			Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
												Amou	nt	1	Transaction(s)	on(s)	' 	
				Code	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	Numb of Sha						
Incentive Stock Option (right to buy)	\$11.67	08/04/2011		A		17,136		08/04/20	12 ⁽¹⁾	08/03/2018	Commor Stock	17,1	.36	\$0	17,136	5	D	
Non- Qualified Stock Option (right to buy)	\$11.67	08/04/2011		A		132,864		08/04/20	12 ⁽¹⁾	08/03/2018	Commor Stock	132,8	864	\$0	132,86	4	D	

Explanation of Responses:

1. When ISO and NQ options sharing the same grant date are combined, the option shares vest and become exercisable at a rate of 25% of the shares underlying the option on the first anniversary of the vesting commencement date, which is the date of grant, and the remainder of the shares underlying the option vest in equal monthly installments over the remaining 36 months thereafter.

> By: Daniel E. Caul For: Scott 08/08/2011 <u>Mackley</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.