FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL											
	OMB Number:	3235-0287										
	Estimated average burden											
- 1												

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 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Wong Gregory						2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [ QNST ]									(Che	ck all app	ationship of Reporti k all applicable) Director		10% Ov	
(Last) 950 TOV	VER LA	(Firs	st) (N	Middle)													fficer (give title Other (spec below)  CFO			specify
(Street) FOSTER CITY CA 94404  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. In Line	) 【 Form Form	ividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person			
(-19)		( - 1.			n-Doriva	tive S	Secu	ritios	Δca	uired	Dier	nosed of	or F	lene	ficial	ly Own				
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Da							tion 2A. Deemed Execution Date,			3. 4. Sec		4. Securitie	rities Acquired (A) or ed Of (D) (Instr. 3, 4 and			5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount (A		or P	rice	Transaction(s) (Instr. 3 and 4)				(111511.4)	
Common Stock				05/10/2022					F <sup>(1)</sup>		761	Г	) ;	<b>\$</b> 9. <b>7</b> 9	18	184,725				
Common Stock				05/10/2022				F <sup>(1)</sup>		886	Г	) !	<b>\$</b> 9. <b>7</b> 9	18	3,839	D				
Common Stock				05/10/2022				F <sup>(1)</sup>		865	Г	) :	<b>\$9.79</b>	18	2,974	D				
Common Stock				05/10/2022					F <sup>(1)</sup>		886	Г	) !	<b>\$9.7</b> 9	18	2,088	D			
Common Stock					05/10/2022					F <sup>(1)</sup>		865	Г	) :	<b>\$9.7</b> 9	.79 181,223		D		
Common Stock					05/10/2						865	Г	) :	<b>\$9.7</b> 9	180,358		D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) Execution Date, if any				4. Transa	ransaction ode (Instr.		5. Number of			sable and	7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		8 E S (I	Price of erivative ecurity nstr. 5)	9. Number of derivative Securities Securities Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct ( or Indir (I) (Inst	: t (D) lirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Amount or Number of Shares									

## **Explanation of Responses:**

1. 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 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.

**Gregory Wong** 

05/12/2022

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.