FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL								
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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>Glickman Matthew</u>							2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]								heck all	nship of Reportir applicable) Director	ng Person(s) to I	ssuer Owner	
(Last) (First) (Middle) 950 TOWER LANE, 6TH FLOOR							3. Date of Earliest Transaction (Month/Day/Year) 10/24/2018									Officer (give title elow)	Other below	(specify)	
(Street) FOSTER CITY CA 94404 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ne) <mark>X</mark> F F	′			
		Tab	le I - No	n-Deriv	ative	Sec	curitie	es Ac	quired,	Dis	osed o	f, or	Bene	ficia	lly Ov	vned			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution Date,			Code (Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)				nd Se Be Ov	Amount of curities neficially vned Following ported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	v	Amount	Amount (A) o		Price	Tra	nsaction(s) str. 3 and 4)		(111341.4)				
Common	Stock		4/2018	2018			A		7,733 ⁽¹⁾ A		\$ <mark>0</mark> .	0	36,621	D					
		Т	able II - I (sed of, onvertib				/ Own	ed			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)		Date,		Transaction Code (Instr. 8)		vative rities rired rosed) r. 3, 4	Expiratio	Date Exercisable and Expiration Date Month/Day/Year) Date Expiration Date Expiration Exercisable Date			e and int of rities rlying ative rity (Ins)	ount	8. Price Derivati Security (Instr. 5	ve derivative Securities	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Explanation of Responses:

1. Represents shares of common stock that are issuable pursuant to a Restricted Stock Unit (RSU) award. The vesting commencement date of the RSU award is November 10, 2018 and it vests daily over one

By: Gregory Wong For: Matthew Glickman

10/26/2018

** 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 Number.