FORM	4
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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hours per response:

						0000					ompany Act								
1. Name and Address of Reporting Person [*] Cheli Tom						2. Issuer Name and Ticker or Trading Symbol <u>QUINSTREET, INC</u> [QNST]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
					~									Directo	r		10% Ov	wner	
(1. aat)		(Firet)			3.	3. Date of Earliest Transaction (Month/Day/Year)								X Officer below)	(give title		Other (s below)	specify	
(Last) (First) (Middle)						08/04/2011								Executive Vice President					
950 TOWER LANE, 6TH FLOOR																			
(Street)					- 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
FOSTER CITY CA 94404														X Form filed by One Reporting Person					
					-								Form fi Person		e than	One Repo	rting		
(City)		(State)	(Zip)																
		Та	ble I - Nor	n-Deri	ivativ	e Se	curitie	s Ac	cquir	ed, Di	sposed o	f, or Ber	neficiall	y Owned					
1. Title of Security (Instr. 3) Date (Month/D						ear)	2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr. 5)					5. Amour Securitie Beneficia Owned F Reported	es Fo ally (D Following (I)		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									c	ode V	Amount	(A) or (D)	Price	Transact	Transaction(s) (Instr. 3 and 4)			(11041.4)	
			Table II -								oosed of, convertil			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercis Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficia Ownershi (Instr. 4)	
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

\$11.67

\$11.67

Incentive Stock Option

(right to buy) Non-Qualified Stock Option

(right to buy)

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.

08/04/2012(1)

 $08/04/2012^{(1)}$

By: Daniel E. Caul For: Tom

<u>Cheli</u>

Common

Stock

Common Stock

08/03/2018

08/03/2018

Date

19,947

80,053

08/08/2011

D

D

** Signature of Reporting Person D

19,947

80,053

\$<mark>0</mark>

\$<mark>0</mark>

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).

08/04/2011

08/04/2011

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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.

19,947

80,053