SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

6. Individual or Joint/Group Filing (Check Applicable

Form filed by One Reporting Person Form filed by More than One Reporting

Line)

Х

Person

to Section 16. Form 4 or Form 5	TATEMENT	OMB Number: Estimated averag	3235-0287 je burden			
obligations may continue. See Instruction 1(b).		rsuant to Section 16(a) of the Securities Exchange Act of 1934 r Section 30(h) of the Investment Company Act of 1940		hours per respons	se: 0.5	
	0					
1. Name and Address of Reporting Person*		. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]	5. Relationship of R (Check all applicabl	Reporting Person(s) to Issuer Ile)		
Wong Gregory	- -		Director	1	.0% Owner	
			X Officer (giv		Other (specify below)	
(Last) (First) (Middle	IP) I	. Date of Earliest Transaction (Month/Day/Year) 5/10/2021	Delow)	CFO		

(Street) FOSTER CITY CA

950 TOWER LANE, 6TH FLOOR

FOSTER CITY CA 94404 (City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. If Amendment, Date of Original Filed (Month/Day/Year)

		-					-			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	05/10/2021		F ⁽¹⁾		761	D	\$17.82	167,593	D	
Common Stock	05/10/2021		F ⁽¹⁾		865	D	\$17.82	166,728	D	
Common Stock	05/10/2021		F ⁽¹⁾		865	D	\$17.82	165,863	D	
Common Stock	05/10/2021		F ⁽¹⁾		865	D	\$17.82	164,998	D	
Common Stock	05/10/2021		F ⁽¹⁾		865	D	\$17.82	164,133	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(**5*) [**	,			,					,			
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/Year)	4. Transa Code (8)			vative virities vired r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	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.

<u>Gregory Wong</u> <u>05/12/2021</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.