Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Washington,	D.C. 20549	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
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Name and Address of Reporting Person*     Simons James R.				2. Issuer Name and Ticker or Trading Symbol OUINSTREET, INC [ ONST ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Simons James K.					-\-	<u> </u>								X	Direc	tor		10% O	wner	
(Last) (First) (Middle) 950 TOWER LANE, 6TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 10/25/2021									Office below	er (give title v)		Other ( below)	specify	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable						
(Street)											Line)									
l` ′	CITY C	A 9	4404											X Form filed by One Reporting Person						
															Form Perso		re tha	an One Rep	orting	
(City)	(5	State) (2	Zip)												. 0.00					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date			2. Transac Date (Month/Da	ay/Year)   Exe		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		4. Securitie Disposed ( 5)			4 and Securi Benefi		ies cially Following	Forr (D)	wnership m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) (D)	or Pri	се	Transa	saction(s) :. 3 and 4)			(111511.4)	
Common Stock 10/			10/25/	/2021				A		9,938(1)	A	1 4	0.0	0 31,707			D			
Common Stock															34	1,841		I	by Trust <sup>(2)</sup>	
		Ta									osed of, convertib				Owned	t				
Derivative Conversion Date Ex Security or Exercise (Month/Day/Year) if a						action Instr.	of Deriv Secu Acqu (A) o Dispo	vative irities ired r osed ) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y		te	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (In	rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
					Code				Date Exercis	ahla	Expiration Date	Title	or Number of Shares							

## **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 October 25, 2021 and it vests daily over one year.
- 2. Represents securities held directly by the James Rexroad Simons Trust, which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the reported securities, except to the extent of any pecuniary interest therein. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

By: Gregory Wong For: James Simons

\*\* Signature of Reporting Person

10/27/2021

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.