Edgar Filing: Bhanap Nina - Form 4

Bhanap Nina Form 4	a											
July 31, 201	7											
FORM /									OMB APPROVAL			
	UNITED	STATES		ATTIES A			IGE (COMMISSION	OMB Number:	3235-0287		
Check th	ger								Expires:	January 31,		
if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP OF SECURITIES				NERSHIP OF	Estimated average burden hours per			
Form 5 obligatio may con See Instr 1(b).	Filed pur ons Section 17(a) of the	Public Ut		ing Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40	n	0.5		
(Print or Type]	Responses)											
1. Name and Address of Reporting Person <u></u> Bhanap Nina			2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]				2	5. Relationship of Reporting Person(s) to Issuer				
(I+)	(First)	(-			,1]		(Chec	k all applicable	e)		
(Last) 950 TOWE	(First) (1 R LANE, 6TH FI	Middle)	3. Date of (Month/D 07/27/20	-	ansaction			Director X Officer (give below) Chief T		o Owner er (specify icer		
					nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
FOSTER C	ITY, CA 94404								Nore than One Re			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	emed on Date, if Day/Year)	3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	07/27/2017			А	40,000 (1)	А	\$0	308,707	D			
Common Stock	07/27/2017			А	21,125 (2)	А	\$0	329,832	D			

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

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

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 4.01	07/27/2017		А	40,000	(3)	07/26/2024	Common Stock	40,0

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Bhanap Nina 950 TOWER LANE, 6TH FLOOR FOSTER CITY, CA 94404			Chief Technology Officer		
Signatures					

By: Gregory Wong For: Nina Bhanap	07/31/2017
**Signature of Reporting Person	Date

**Signature of Reporting Person

Explanation of Responses:

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).

Represents shares of common stock that are issuable pursuant to a Restricted Stock Unit (RSU) award. The vesting commencement date (1) of the RSU award is August 10, 2017 and it vests 25% after one year and quarterly thereafter in equal installments over a period of 3

years. The initial vest date will be August 10, 2018 and the final vest date will be August 10, 2021.

(2) Represents shares of common stock that are issuable pursuant to a RSU award. 100% of the RSUs vest on August 10, 2018.

The shares of common stock subject to the option vest and become exercisable at a rate of 25% of the shares underlying the option on the (3) first anniversary of the vesting commencement date, July 27, 2017, and the remainder of the shares underlying the option vest in equal monthly installments over 36 months thereafter. The initial vest date is July 27, 2018 and the final vest date is July 27, 2021.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.