Edgar Filing: Wong Gregory - Form 4

Form 4 July 31, 201												
FORM	1 /								-	PPROVAL		
	UNITE	D STATES		ITIES A hington,			IGE (COMMISSION	OMB Number:	3235-0287		
Subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934,						Expires: January 31, 2005 Estimated average burden hours per response 0.5			
obligation may cont <i>See</i> Instru 1(b). (Print or Type F	ns Section 1 inue. action	17(a) of the	Public Ut		ing Com	pany	Act of	f 1935 or Sectio	n			
(Thit of Type I	(csponses)											
1. Name and Address of Reporting Person <u>*</u> Wong Gregory			2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]				B	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	-	3. Date of Earliest Transaction (Check all a						all applicable)		
950 TOWER LANE, 6TH FLOOR (Street)			(Month/Day/Year) 07/27/2017					Director X Officer (give below)	Officer (give title Other (specify			
			4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
FOSTER C	ITY, CA 9440	4						Person		porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ties Acc	uired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	any		emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired m(A) or Disposed of (D) (Instr. 3, 4 and 5) (A)		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	07/27/2017			A A	40,000 (1)	(D) A	\$ 0	248,028	D			
Common Stock	07/27/2017			А	18,125 (2)	А	\$0	266,153	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. Transactio Code (Instr. 8)	ransactionDerivative Expiration I ode Securities (Month/Day		ate	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	<u>(3)</u>	07/26/2024	Common Stock	40,0

Reporting Owners

Reporting Owner Name / Address		Relationships						
i B	8		10% Owner	Officer	Other			
Wong Gregory 950 TOWER LANE, 6TH FOSTER CITY, CA 9440				CFO				
Signatures								
Gregory Wong	07/31/20	017						
<u>**</u> Signature of	Date							

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.