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

		00540
Vashington,	D.C.	20549

STATEMENT	OF	CHANGE	S IN	BENEFIC	IAL	OWNE	RSHIP

OMB APPROVAL									
OMB Number: 3235-028									
Estimated average burden									
hours per respons	se: 0.5								

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

Name and Address of Reporting Person* Wong Gregory				2. Issuer Name and Ticker or Trading Symbol QUINSTREET, INC [QNST]								(Chec	ationship of Reportir call applicable) Director		10% Ow		ner		
(Last)	`	irst) (I	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2024									X	Officer (give title below)			Other (below)	specily	
(Street)	CITY C)4404		4. If Amendment, Date of					of 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 Person				on	
(City)	(S	tate) (.	Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to								rsuant to		ract, instri		ten plan th	at is inte	nded to
		Table	I - No	n-Deriva							posed of								
1. Title of Security (Instr. 3) 2. Tra			2. Transac	tion 2A. Deemed Execution Da		d Date,	3. Transaction Code (Instr.		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)) or 4 and Securities Beneficially Owned Followin		unt of ies cially Following	6. Owne Form: D (D) or In (I) (Instr.	irect direct 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) (D)	or Pri	ce		saction(s) r. 3 and 4)			(Instr. 4)
Common Stock 0				05/10/2	2024				F ⁽¹⁾		893	D	\$1	18.47 294,31		4,311	D		
Common Stock 05/10				05/10/2	2024	024			F ⁽¹⁾		1,673	D	\$1	18.47 292,638		2,638	D		
Common Stock 05/10/2				.024			F ⁽¹⁾		669	D	\$1	8.47	29	291,969					
Common Stock 05/10/2				2024				F ⁽¹⁾		915	D	\$1	8.47	7 291,054		D			
Common	Stock			05/10/2	2024				F ⁽¹⁾		915	D	\$1	8.47	.47 290,139		D		
		Та									osed of, convertib				Owne	d			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	emed ion Date, /Day/Year)		Transaction of Code (Instr. Derivative		Expiration Date (Month/Day/Year) Sec Und Deri		7. Titl Amou Secur Unde Deriv Secur 3 and	unt of rities rlying ative rity (Inst 4)	De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ow For Dire or I (I) (nership m: ect (D) ndirect Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code V		(A)	(D)	Date Exercisable		Expiration Date	Title	Amour or Number of Shares	er					

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'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.

Gregory Wong

05/14/2024

** 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.