

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Syiek Bronwyn</u>  (Last) (First) (Middle) 950 TOWER LANE, 6TH FLOOR  (Street) FOSTER CITY CA 94404  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>QUINSTREET, INC [ QNST ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President</b>
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2013	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	10/01/2013		M		14,133	A	\$4.6	127,389	D	
Common Stock	10/01/2013		S <sup>(1)</sup>		14,133 <sup>(2)</sup>	D	\$9.4422 <sup>(3)</sup>	113,256	D	
Common Stock	10/01/2013		M		15,000	A	\$4.6	128,256	D	
Common Stock	10/01/2013		S <sup>(1)</sup>		15,000 <sup>(2)</sup>	D	\$9.4213 <sup>(4)</sup>	113,256	D	
Common Stock	10/02/2013		M		10,478	A	\$4.6	123,734	D	
Common Stock	10/02/2013		S <sup>(1)</sup>		10,478 <sup>(2)</sup>	D	\$9.4514 <sup>(5)</sup>	113,256	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Incentive Stock Option (right to buy)	\$4.6	10/01/2013		M			15,000	(6)	11/18/2013	Common Stock	15,000	\$0	60,389	D	
Non-Qualified Stock Option (right to buy)	\$4.6	10/01/2013		M			14,133	(6)	11/18/2013	Common Stock	14,133	\$0	10,478	D	
Non-Qualified Stock Option (right to buy)	\$4.6	10/02/2013		M			10,478	(6)	11/18/2013	Common Stock	10,478	\$0	0	D	

**Explanation of Responses:**

- A portion of the proceeds from the sale were used to pay the exercise price of stock options, pursuant to a broker-assisted cashless exercise, and applicable withholding taxes.
- These shares were sold pursuant to Ms. Syiek's 10b5-1 Plan established on August 1, 2012.
- The shares were sold at prices between \$9.43 and \$9.45. The reporting person will provide upon request to the SEC, the issuer, or security holder of the issuer, full information regarding the number of shares sold at each price.
- The shares were sold at prices between \$9.32 and \$9.43. The reporting person will provide upon request to the SEC, the issuer, or security holder of the issuer, full information regarding the number of shares sold at each price.
- The shares were sold at prices between \$9.35 and \$9.48. The reporting person will provide upon request to the SEC, the issuer, or security holder of the issuer, full information regarding the number of shares sold at each price.
- The shares of common stock subject to this option are fully vested and exercisable.

By: Kenneth Hahn For: Bronwyn Syiek

10/03/2013

\*\* Signature of Reporting Person Date

\* 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.**