FORM 4

Check this box if no longer subject

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D	.C. 20549
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STATEMENT	OF CHANGES I	N BENEFICIAL	OWNERSHIP

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

to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

1. Name and Address of Reporting Person* <u>Ahmed Asmau</u>					2. Issuer Name <b>and</b> Ticker or Trading Symbol QUINSTREET, INC [ QNST ]							(Ch	elationship eck all app X Direc	' '		son(s) to Is 10% Ov			
(Last)	(Fi	rst) (f	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 10/27/2023								Office belov	er (give title v)		Other (s below)	pecify		
950 TOWER LANE, 6TH FLOOR					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							i. Individual or Joint/Group Filing (Check Applic ine)						
(Street)													:		Form filed by One Reporting Person				
FOSTER	CITY C	A 9	4404												Form Perso		re thar	than One Repo	rting
(City)	(S	tate) (2	Zip)		Rul	Rule 10b5-1(c) Transaction Indication							'						
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intend satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.									ided to										
		Table	I - No	n-Deriva	tive S	Secui	rities	Acq	uired,	, Dis	posed of	, or E	3ene	eficia	lly Own	ed			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day				Execution D		Date,	Code (Instr.				A) or 3, 4 and	Securit Benefic Owned	. Amount of ecurities eneficially wned Following eported		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) (D)	or	Price	Transa	saction(s) : 3 and 4)		ľ	(Instr. 4)
Common	Stock			10/27/2	2023				A		14,471(1)	1) A :		\$0.0	48,137			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)	rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any			Transaction Code (Instr. 8)		rative rities ired r osed ) c. 3, 4	Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		nstr.	3. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y G	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amo or Num of Shai						

## **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 27, 2023 and it vests daily over one year.

> **Gregory Wong For: Asmau** 10/31/2023 Ahmed

\*\* Signature of Reporting Person

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.