Stalder Dana Form 4 April 11, 2013

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Stalder Dana

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

QUINSTREET, INC [QNST]

(Check all applicable)

(First)

3. Date of Earliest Transaction (Month/Day/Year)

950 TOWER LANE, 6TH FLOOR

04/10/2013

_X__ Director 10% Owner Officer (give title Other (specify

below)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

FOSTER CITY, CA 94404

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecuriti	ies Acq	quired, Disposed o	of, or Beneficial	ly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	04/10/2013		M	50,000 (1)	A	\$ 2	50,000	D	
Common Stock							3,900	I	by Trust

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	sion (Month/Day/Year) Execution Date, if TransactionDecise any Code Se		5. Number of orDerivative Securities Acquired (A)	Derivative Expiration Date Securities (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)		
	Derivative Security				or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 2	04/10/2013		M	50,000 (1)	<u>(2)</u>	05/27/2013	Common Stock	50,0

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting of more remove requirement	Director	10% Owner	Officer	Other		
Stalder Dana 950 TOWER LANE, 6TH FLOOR FOSTER CITY, CA 94404	X					

Signatures

By: Margaretta Smith For: Dana

Stalder 04/11/2013

**Signature of Reporting Person Date

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).
- (1) Mr. Stalder exercised 50,000 options to purchase common stock at an exercise price of \$2.00 per option.
- (2) The shares of common stock subject to this option are fully vested and exercisable.

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.

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