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QUALYS, I Form 4	INC.												
February 27	. 2017												
	ЛЛ									OMB APPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287			
Check the check	ger									Expires:	January 31, 2005		
subject to Section 16. Form 4 or						BENEF RITIES	ICIA	AL OWN	ERSHIP OF	Estimated a burden hour response	verage		
Form 5 obligation may corn <i>See</i> Insta 1(b).	ons Section 17((a) of the	Public U	tility H	Hol	ding Cor	npan	U	Act of 1934, 1935 or Section)				
(Print or Type	Responses)												
COURTOT PHILIPPE F Symbol						d Ticker or [QLYS]			5. Relationship of Reporting Person(s) to Issuer				
						ransaction			(Check all applicable)				
			/Day/Year)					_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) Chairman, President & CEO					
	(Street)		4. If Am	nendment, Date Original					6. Individual or Joint/Group Filing(Check				
REDWOO	D CITY, CA 940	55	Filed(Mo	nth/Day/	Yea	r)			Applicable Line) _X_ Form filed by Or Form filed by Mo				
	D CH 1, CA 740								Person				
(City)	(State)	(Zip)	Tab	le I - No	on-l	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)				ctio 8)	4. Securit for Dispos (Instr. 3, 4	ed of		Securities Beneficially Owned Following Reported Transaction(s)	Ownership Indirect Ily Form: Benefit Direct (D) Owner or Indirect (Instr. (I) on(s) (Instr. 4)			
				Code	V	Amount	(D)	Price \$	(Instr. 3 and 4)				
Common Stock	02/23/2017			S <u>(1)</u>		20,000	D	36.4347	5,386,234	D			
Common Stock	02/24/2017			S <u>(1)</u>		20,000	D	\$ 36.4382 (<u>3)</u>	2 5,366,234	D			
Common Stock									100,000	Ι	See Footnote (4)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Other

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	inte	of		
				Code V	(A) (D)				Shares		
				coue v	(Π) (\mathbf{D})				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Plane / Planess	Director	10% Owner	Officer	(
COURTOT PHILIPPE F C/O QUALYS, INC. 1600 BRIDGE PARKWAY REDWOOD CITY, CA 94065	Х	Х	Chairman, President & CEO					
Signatures								
/s/ Bruce Posey by power of atte	02/27/2017							

Courtot

**Signature of 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).
- The sale transaction reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on (1)November 18, 2016.

The sale price represents the weighted average price of the shares sold ranging from \$36.00 to \$36.625 per share. Upon request by the (2) Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

The sale price represents the weighted average price of the shares sold ranging from \$36.20 to \$36.70 per share. Upon request by the (3) Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

Date

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(4) These shares are held directly by a custodian under the Uniform Gifts to Minors Act for the benefit of the Reporting Person's minor child.

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.