

JOSEPHS ROBIN  
Form 3/A  
May 06, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
JOSEPHS ROBIN		(Month/Day/Year)	QUINSTREET, INC [QNST]	
(Last)	(First)	(Middle)	05/02/2013	
950 TOWER LANE, 6TH FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	05/03/2013
FOSTER CITY, CA 94404			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	15,000 <sup>(1)</sup> <sup>(2)</sup>	D	∆

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Non-Qualified Stock Option (right to buy)	05/01/2020	Common Stock	50,000 \$ 6.59	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOSEPHS ROBIN 950 TOWER LANE, 6TH FLOOR FOSTER CITY, CA 94404	X			

## Signatures

/s/ Margareta Smith For: Robin Josephs  
Date: 05/06/2013

Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- This amendment to the Initial Statement of Beneficial Ownership of Securities on Form 3 originally filed with the Securities and Exchange Commission on May 3, 2013 is being filed to correct the original Form 3 filing by including footnote 2 to Table 1 - Non-Derivative Securities Beneficially Owned. Footnote 2 was omitted in error, and this amendment corrects that error. There are no other changes to the original Form 3 filing.
- (1) Represents shares of common stock that are issuable pursuant to a Restricted Stock Unit (RSU) award. The RSU award vests quarterly in equal installments over a period of four years beginning on May 2, 2013. The initial vest date will be August 2, 2013.
  - (2) The shares of common stock subject to the option vest monthly in equal installments over a period of four years beginning on May 2, 2013. The initial vest date will be June 2, 2013.
  - (3)

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.