

POSEY BRUCE K  
Form 4  
October 09, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**POSEY BRUCE K**

(Last) (First) (Middle)

**C/O QUALYS, INC., 919 E. HILLSDALE BLVD.**

(Street)

**FOSTER CITY, CA 94404**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**QUALYS, INC. [QLYS]**

3. Date of Earliest Transaction (Month/Day/Year)  
**10/08/2018**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, GC and Corp. Sec.

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 or Price		
Common Stock	10/08/2018		M <sup>(1)</sup>		2,000 A \$ 37.28	37,548	D
Common Stock	10/08/2018		S <sup>(1)</sup>		600 D \$ 77.0267	36,948	D
Common Stock	10/08/2018		S <sup>(1)</sup>		800 D \$ 78.1426	36,148	D
Common Stock	10/08/2018		S <sup>(1)</sup>		200 D \$ 79.0875	35,948	D

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Common Stock	10/08/2018		<u>S</u> <sup>(1)</sup>	400	D	\$ 80.3538 <u>(5)</u>	35,548	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 37.28	10/08/2018		<u>M</u> <sup>(1)</sup>	2,000	<u>(6)</u> 07/29/2025	Common Stock	2,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POSEY BRUCE K C/O QUALYS, INC. 919 E. HILLSDALE BLVD. FOSTER CITY, CA 94404			VP, GC and Corp. Sec.	

## Signatures

/s/ Bruce Posey                      10/09/2018  
 \*\*Signature of                      Date  
 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).

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- (1) The sale transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 17, 2018.

The sale price represents the weighted average price of the shares sold ranging from \$76.56 to \$77.54 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 \$77.82 to \$78.64 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.

The sale price represents the weighted average price of the shares sold ranging from \$78.91 to \$79.265 per share. Upon request by the

- (4) 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 \$80.205 to \$80.49 per share. Upon request by the

- (5) 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.

- (6) This option is fully vested and immediately exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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