

POSEY BRUCE K  
Form 4  
February 12, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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)  
**02/08/2019**

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                                                                                        | (A) or (D)                                               | Price                                                 |
| Common Stock                    | 02/08/2019                           |                                                    | M <sup>(1)</sup>               |                                                                   | 2,000                                                                                         | A                                                        | \$ 37.28                                              |
| Common Stock                    | 02/08/2019                           |                                                    | S <sup>(1)</sup>               |                                                                   | 200                                                                                           | D                                                        | \$ 91.265                                             |
| Common Stock                    | 02/08/2019                           |                                                    | S <sup>(1)</sup>               |                                                                   | 300                                                                                           | D                                                        | \$ 92.6667                                            |
| Common Stock                    | 02/08/2019                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,400                                                                                         | D                                                        | \$ 94.0214                                            |
|                                 | 02/08/2019                           |                                                    | S <sup>(1)</sup>               |                                                                   | 100                                                                                           | D                                                        | \$ 94.69                                              |

Common  
Stock

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

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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                                               | 02/08/2019                           |                                                    | M <sup>(1)</sup>               | 2,000                                                                                   | <sup>(5)</sup> 07/29/2025                                | Common Stock                                                  | 2,000                         |

## Reporting Owners

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

## Signatures

/s/ Bruce Posey                      02/12/2019  
 \*\*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).

(1)

## Edgar Filing: POSEY BRUCE K - Form 4

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 \$91.11 to \$91.42 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 \$92.19 to \$93.11 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 \$93.50 to \$94.41 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.

- (5) 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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