FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Hank Jeffrey P							2. Issuer Name <b>and</b> Ticker or Trading Symbol QUALYS, INC. [ QLYS ]									of Reportin icable) or	Reporting Person(s) to Issue ble) 10% Owne			
(Last) (First) (Middle)						Date o /30/2		iest Tra	ansacti	on (Mo	nth/Day/Year		Officer (give title below)			Other (spe below)		specify		
C/O QU. 919 E. H	4. 1	f Ame	ndme	nt, Dat	e of O	riginal F	Filed (Month/D		6. Indiv Line) X	,										
(Street) FOSTER CITY CA 94404						Form filed by More than One Reporting Person														
(City) (State) (Zip)					- Ri	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Tabl	e I -	Non-Deriv	/ative	Sec	urit	ies A	cqui	red, C	Disposed	of, or E	Benefic	icially Owned						
Dat				2. Transactio Date (Month/Day/\	Year) Exe		A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 3, 4 and 5)		5)	5. Amount of Securities Beneficially Owned Following		Form: Direct (D) or Indirect (I)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(Instr. 4)	
Common	Stock			05/30/20	23	.3					4,000	A	\$40.	68	16	6,059		D		
Common	Stock			05/30/20	23				<b>S</b> <sup>(1)</sup>		2,556	D	\$123.3	.3806 <sup>(2)</sup>		3,503		D		
Common Stock 05/30/202					22				S <sup>(1)</sup>		1,244	D	\$124.0	737 <sup>(3)</sup>	12	2,259		D		
Common Stock 05/30/202					23				S <sup>(1)</sup>		200	D	\$128.2	28.245(4)		2,059		D		
		Ta	able	II - Deriva (e.g., p							sposed of				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if an	Deemed cution Date, y nth/Day/Year)		ansaction of Deriv Secu Acqu (A) Disput of (D)		posed D) tr. 3, 4	Expiration (Month/Day			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownersh Form: y Direct (D or Indire (I) (Instr.	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						de V (A)		(D)	Date Exe	: rcisable	Expiration Date	Title	Amou or Numb of Share	er						
Stock Option (right to buy)	\$40.68	\$40.68 05/30/2023		M <sup>(1)</sup>			4,000		(5)	06/04/2025	Commo Stock		0 \$	40.68	8,000		D			

## **Explanation of Responses:**

- 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 February 28, 2023.
- 2. The sale price represents the weighted average price of the shares sold ranging from \$122.82 to \$123.78 per share. Upon request by the 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.
- 3. The sale price represents the weighted average price of the shares sold ranging from \$123.82 to \$124.62 per share. Upon request by the 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.
- 4. The sale price represents the weighted average price of the shares sold ranging from \$128.02 to \$128.47 per share. Upon request by the 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.

## Remarks:

/s/ Bruce Posey by power of attorney

06/01/2023

\*\* Signature of Reporting Person Date

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

- \* 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).

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

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 Number.