FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								
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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).

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

1. Name and Address of Reporting Person* PACE PETER				2. Issuer Name and Ticker or Trading Symbol QUALYS, INC. [QLYS]					(Ch	Relationship of the contract o	,	erson(s) to Issi 10% Ow			
(Last) (First) (Middle) C/O QUALYS, INC., 1600 BRIDGE PARKWAY				3. Date of Earliest Transaction (Month/Day/Year) 06/04/2015						Officer below)	(give title	Other (s below)	pecify		
(Street) REDWO	OOD C.	A	94065	4.	If Amer	ndment, [Date	of Original File	ed (Month/Da	ay/Year)	Line	e) <mark>X</mark> Form f	Joint/Group Fili iled by One Re iled by More th	porting Persor	1
(City)	(S		(Zip)												
		Tab	le I - Non-D	Perivativ	e Sec	curities	s Ac	quired, Di	sposed o	of, or Be	neficial	ly Owned	l		
			Da	Transaction ate Ionth/Day/Y	Exec //Day/Year) if any		2A. Deemed Execution Date, f any (Month/Day/Year)		Code (Instr. 5)			Beneficia	es Form ally (D) of Following (I) (II	rm: Direct or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code V	Amount	(A) or (D)	Price	Transact (Instr. 3 a	tion(s)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date if any (Month/Day/Yea	Code	ransaction of ode (Instr. Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Sto	\$40.68	06/04/2015		A		12,000		(1)	06/04/2025	Common Stock	12,000	\$0.00	12,000	D	

Explanation of Responses:

1. Shares subject to the option vest in twelve equal monthly installments beginning on June 4, 2015.

Remarks:

/s/ Bruce Posey by power of <u>attorney</u>

06/04/2015

** 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.