

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

---

**FORM 8-K**

---

**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of The Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported)**

March 2, 2017

---

**Qualys, Inc.**

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-35662**  
(Commission  
File Number)

**77-0534145**  
(IRS Employer  
Identification No.)

**1600 Bridge Parkway**  
**Redwood City, California 94065**  
(Address of principal executive offices, including zip code)

**(650) 801-6100**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

---

**Item 8.01 Other Events.**

Qualys, Inc. (“Qualys”) regrets to report the death of Howard A. Schmidt, who passed away on March 2, 2017. Mr. Schmidt served as a director of Qualys since 2012, and as chairman of Qualys’s nominating and governance committee.

Over Mr. Schmidt’s impressive career, he worked in both the private and public sectors. In the private sector, among other entities, Mr. Schmidt worked at eBay as Vice President and Chief Information Officer and Chief Security Strategist, at Microsoft as Chief Security Officer, and as a consultant for myriad private sector firms. In the public sector, among other assignments, Mr. Schmidt served as Chief Security Strategist at the National Cyber Security Division of the Department of Homeland Security, and as Cyber Advisor to Presidents Barack Obama and George W. Bush.

Mr. Schmidt will be greatly missed by Qualys and the other members of Qualys’s board of directors.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**QUALYS, INC.**

By: /s/ Bruce K. Posey

**Bruce K. Posey**

**Vice President, General Counsel and Corporate Secretary**

Date: March 6, 2017