FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average b	ourden								

0.5

hours per response:

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

MCCAULEY DONALD C (Last) (First) (Middle) (CO QUALYS, INC., 1600 BRIDGE PARKWAY) Street) REDWOOD CA 94065 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Demend (Month/Day/Year) (Month/Day/Year) (City) (State) (Zip) Table I - Porrivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3, 4 and 5) (Code V Amount (A) or Price Transaction (Government) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) (Check all applicable) (Check applicable)						UI .	Section	30(11)	OI LITE	HIVESU	ment C	ompany Act	01 1940							
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Explanation of Responses:

- 1. The sale transaction reported on Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 20, 2013.
- 2. The sale price for this transaction reported in column 4 of Table I represents the weighted average sale price of the shares sold, ranging from \$26.02 to \$26.50 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.

Remarks:

/s/ Bruce Posey by power of attorney for Donald C.

02/25/2014

McCauley

** 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.