FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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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* POSEY BRUCE K						2. Issuer Name and Ticker or Trading Symbol QUALYS, INC. [QLYS]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u> </u>	DRUCE	<u>IX</u>													X	Office Office	ctor er (give title			wner specify
(Last)	(Fir	rst) (Middle)		3 D	ata n	f Earling	t Tranc	action (Month	(Day/Vear)			\dashv	Λ	belov	,		elow)	
C/O QUALYS, INC.					3. Date of Earliest Transaction (Month/Day/Year) 11/01/2017									VP, GC and Corp. Sec.						
1600 BRIDGE PARKWAY																				
(Street)				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)						
REDWO	OD G		4065		1									٦	X	Form	n filed by One	e Reporting	Perso	on
CITY	C.A	1 5	4065													Form Pers	n filed by Mor	e than One	Repo	orting
(City)	(St	ate) (Zip)	_																
		Tabl	e I - Non	-Deriva	ative	Sec	curitie	s Ac	quired	l, Dis	posed o	f, o	r Ben	efici	ally (Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					Execut ay/Year) if any		. Deemed ecution Date, iny onth/Day/Year)		3. 4. Securit Disposed Code (Instr. 8)					4 and Se Be Ow		ount of ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ct ect	7. Nature of Indirect Beneficial Ownership	
									Code	e v	Amount		(A) or (D)	Price			action(s) 3 and 4)			(Instr. 4)
Common Stock 11/01/				/2017		F		651 ⁽¹⁾		D	\$55	5.75 36,997		6,997	D					
		Та	ble II - D	erivati e.g., pu	ve S its, c	ecu alls	rities . , warr	Acqu ants,	ired, optio	Dispo	osed of, onvertib	or I	Benef secur	iciall ities)	y Ov	vned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution E if any (Month/Day	Date, Transa Code (I			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Yea		e	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		ı			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercis	sable	Expiration Date	Titl	or Nu of	nount mber ares						

Explanation of Responses:

1. The reported shares were withheld to cover the Reporting Person's tax liability in connection with the vesting of restricted stock units.

Remarks:

<u>/s/ Bruce Posey</u> <u>11/03/2017</u>

** 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.