

QUALYS, INC.  
Form 3  
September 27, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
AOS Partners, LP		(Month/Day/Year)	QUALYS, INC. [QLYS]	
(Last)	(First)	(Middle)	09/27/2012	
2121 AVENUE OF THE STARS, SUITE 1630			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
LOS ANGELES, CA 90067			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	-------------------------------------------------------	----------------------------------------------------------	-------------------------------------------------------

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Series B Preferred Stock	Â (1)	Â (1)	Common Stock	1,016,185	\$ (1)	D	Â
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	353,045	\$ (1)	I	By GRPVC, L.P.
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	123,076	\$ (1)	I	By GRP II Investors, L.P.
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	46,153	\$ (1)	I	By GRP II Partners, L.P.
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	641,538	\$ (1)	D	Â
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	222,884	\$ (1)	I	By GRPVC, L.P.
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	77,700	\$ (1)	I	By GRP II Investors, L.P.
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	29,136	\$ (1)	I	By GRP II Partners, L.P.

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AOS Partners, LP 2121 AVENUE OF THE STARS, SUITE 1630 LOS ANGELES, CA 90067	Â	Â X	Â	Â
GRPVC, L.P. 2121 AVENUE OF THE STARS, SUITE 1630 LOS ANGELES, CA 90067	Â	Â X	Â	Â
GRP II Investors, L.P. 2121 AVENUE OF THE STARS, SUITE 1630 LOS ANGELES, CA 90067	Â	Â X	Â	Â
GRP II Partners, L.P. 2121 AVENUE OF THE STARS, SUITE 1630 LOS ANGELES, CA 90067	Â	Â X	Â	Â

## Signatures

/s/ Dana Kibler, for Hique, Inc., the General Partner of AOS Partners, L.P.	09/27/2012
**Signature of Reporting Person	Date
/s/ Dana Kibler, for GRP Management Services Corp., the General Partner of GRPVC, L.P.	09/27/2012
**Signature of Reporting Person	Date
/s/ Dana Kibler, for GRP Management Services Corp., the General Partner of GRP II Investors, L.P.	09/27/2012

Edgar Filing: QUALYS, INC. - Form 3

\_\_Signature of Reporting Person

Date

/s/ Dana Kibler, for GRPVC, L.P., the General Partner of GRP II Partners, L.P.

09/27/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Each share of Series B Preferred Stock and Series C Preferred Stock shall automatically convert into Common Stock on a 1-for-1 basis upon the completion of the Issuer's initial public offering of Common Stock and has no expiration date.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.