

INFOSPACE INC
Form 4
December 22, 2008

FORM 4

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

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).

STATEMENT OF CHANGES IN 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 *
EMANS ERIC MICHAEL

(Last) (First) (Middle)
601 108TH AVENUE NE, SUITE 1200
(Street)

BELLEVUE, WA 98004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INFOSPACE INC [INSP]

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Accounting Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/20/2008		M		5,000	A	\$ 7.65
Common Stock	12/20/2008		F(1)		1,822	D	\$ 7.65
Common Stock	12/20/2008		M		4,962	A	\$ 7.65
Common Stock	12/20/2008		F(1)		1,808	D	\$ 7.65
Common Stock	12/20/2008		M		1,674	A	\$ 7.65

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Common Stock	12/20/2008	F ⁽¹⁾	610	D	\$ 7.65	7,396	D
Common Stock	12/20/2008	M	1,662	A	\$ 7.65	9,058	D
Common Stock	12/20/2008	F ⁽¹⁾	605	D	\$ 7.65	8,453	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pr Deriv Secur (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽²⁾	12/20/2008		M	5,000	⁽³⁾	⁽³⁾	Common Stock	5,000
Restricted Stock Units	⁽²⁾	12/20/2008		M	4,962	⁽³⁾	⁽³⁾	Common Stock	4,962
Restricted Stock Units	\$ 0 ⁽²⁾	12/20/2008		M	1,674	⁽³⁾	⁽³⁾	Common Stock	1,674
Restricted Stock Units	⁽²⁾	12/20/2008		M	1,662	⁽³⁾	⁽³⁾	Common Stock	1,662

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EMANS ERIC MICHAEL
601 108TH AVENUE NE, SUITE 1200
BELLEVUE, WA 98004

Chief
Accounting
Officer

Signatures

By: Alejandro C. Torres, General Counsel, InfoSpace, Inc., as
Attorney-in-Fact

12/22/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Shares of InfoSpace, Inc. common stock withheld by InfoSpace, Inc. to satisfy tax withholding obligation upon vesting of restricted stock units.
- (2) Each restricted stock unit ("RSU") represents the right to receive, following vesting, one share of InfoSpace, Inc. common stock.
- (3) These RSUs vested on December 20, 2008.

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