**INFOSPACE INC** 

Form 4

September 22, 2011

## FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * McElfresh Travis			2. Issuer Name and Ticker or Trading Symbol INFOSPACE INC [INSP]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
601 108TH AV 1200	ENUE NE	SUITE	(Month/Day/Year) 09/20/2011	Director 10% Owner _X Officer (give title Other (specify below) Chief Technology Officer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
BELLEVUE, V	WA 98004		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

# (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	09/20/2011		M	19,998	A	\$ 8.26	119,998	D	
Common Stock	09/20/2011		S(1)	19,998	D	\$ 9.35 (2)	100,000	D	
Common Stock	09/20/2011		F	8,815	D	\$ 9.12	91,185	D	
Common Stock	09/21/2011		S <u>(1)</u>	12,107	D	\$ 9.01 (3)	79,078	D	

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 8.26	09/20/2011		M	19,998	<u>(4)</u>	09/20/2017	Common Stock	19,998	

## **Reporting Owners**

	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

McElfresh TravisChief601 108TH AVENUE NE, SUITE 1200TechnologyBELLEVUE, WA 98004Officer

## **Signatures**

/s/ Linda Schoemaker, as
Attorney-in-Fact
09/22/2011

\*\*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).

The sale was effected pursuant to a Rule 10b5-1 trading plan initially adopted by the reporting person on May 25, 2011. The plan provides for the sale of a maximum of approximately 64,255 shares of common stock (based on estimated tax withholding upon RSU vesting and provided specified minimum trading prices are satisfied, as applicable). After the last transaction reported on this

- RSU vesting and provided specified minimum trading prices are satisfied, as applicable). After the last transaction reported on this Form 4, a maximum of approximately 32,150 shares remain available for sale under the plan (based on estimated tax withholding upon RSU vesting and provided specified minimum trading prices are satisfied, as applicable). The plan expires on the earlier of May 25, 2013, or the date all shares under the plan are sold.
- These shares sold at prices ranging from \$9.30 to \$9.38 per share. Upon request by the SEC staff, the issuer or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

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- These shares sold at prices ranging from \$8.95 to \$9.07 per share. Upon request by the SEC staff, the issuer or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
- The initial grant of a stock option for 200,000 shares of common stock vests according to the following schedule: 33.33% vested on September 20, 2011, and approximately 16.67% vests at the end of each six-month period thereafter, such that the option will be fully vested on September 20, 2013.

#### **Remarks:**

#### Exhibit 24 - Power of Attorney

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.