

INVESTOOLS INC  
Form 4  
May 31, 2006

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
AINGE DALE C

(Last) (First) (Middle)

13947 SOUTH MINUTEMAN DRIVE

(Street)

DRAPER, UT 84020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
INVESTOOLS INC [IEDU]

3. Date of Earliest Transaction (Month/Day/Year)  
05/31/2006

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)

Senior Vice President

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Price                                                                                         |                                                          |                                   |
| Common Stock                    | 05/31/2006                           |                                                    | M                              | V                                                                 | \$ 2,500<br>2.27                                                                              | D                                                        |                                   |
| Common Stock                    | 05/31/2006                           |                                                    | M                              | V                                                                 | \$ 7,500<br>3.84                                                                              | D                                                        |                                   |

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

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(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. 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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option                               | \$ 2.27                                                | 05/31/2006                           |                                                    | M                              | 2,500                                                                                   | (2) 02/24/2014                                           | Common Stock                                                  | 2,500                         |
| Stock Option                               | \$ 3.84                                                | 05/31/2006                           |                                                    | M                              | 7,500                                                                                   | (3) 01/12/2015                                           | Common Stock                                                  | 7,500                         |
| Stock Option                               | \$ 5.18                                                |                                      |                                                    |                                |                                                                                         | (4) 12/06/2015                                           | Common Stock                                                  | 20,000                        |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                       |       |
|-----------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                                 | Director      | 10% Owner | Officer               | Other |
| AINGE DALE C<br>13947 SOUTH MINUTEMAN DRIVE<br>DRAPER, UT 84020 |               |           | Senior Vice President |       |

## Signatures

/s/ DALE C. 05/31/2006  
AINGE

\*\*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) Granted and approved by the Board of Directors.

(2) Vests evenly over four years beginning 02-25-05.

(3) Vests evenly over four years beginning 01-13-06.

(4) Vests evenly over four years beginning 12-07-06.

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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