

INFOUSA INC
Form 4
July 28, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
GUPTA VINOD

(Last) (First) (Middle)
5711 S. 86TH CIRCLE

(Street)

OMAHA, NE 68127

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INFOUSA INC [IUSA]

3. Date of Earliest Transaction (Month/Day/Year)
02/18/1992

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 Executive 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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock ⁽¹⁾ | 11/10/2000 | | P | | 100,000 | A | \$ 4.05 18,269,908 | D | |
| Common Stock | 11/20/2000 | | P | | 5,000 | A | \$ 3.3 18,274,908 | D | |
| Common Stock | 11/22/2000 | | P | | 5,000 | A | \$ 2.86 18,279,908 | D | |
| Common Stock | 11/29/2000 | | P | | 10,000 | A | \$ 2.68 18,289,908 | D | |
| Common Stock | 02/02/2001 | | S | | 2,000 | D | \$ 0 3.875 | I | By Everest Equity Partners I |

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| | | | | | | | | LP |
|--------------|------------|---|---------|---|---------|------------------------|---|-----------------------------------|
| Common Stock | 04/16/2001 | G | 253,200 | A | \$ 0 | 18,730,908 | D | |
| Common Stock | 04/16/2001 | G | 253,200 | D | \$ 0 | 450,200 | I | By 1998 Irrevocable Annuity Trust |
| Common Stock | 12/14/2001 | G | 133,000 | A | \$ 0 | 18,863,908 | D | |
| Common Stock | 12/14/2001 | G | 133,000 | D | \$ 0 | 317,200 | I | By 1998 Irrevocable Annuity Trust |
| Common Stock | 12/14/2001 | G | 105,734 | D | \$ 0 | 211,466 | I | By 1998 Irrevocable Annuity Trust |
| Common Stock | 12/14/2001 | G | 105,734 | A | \$ 0 | 385,722 | I | By Alex Gupta Trusts |
| Common Stock | 12/14/2001 | G | 105,733 | D | \$ 0 | 105,733 | I | By 1998 Irrevocable Annuity Trust |
| Common Stock | 12/14/2001 | G | 105,733 | A | \$ 0 | 385,221 | I | By Ben Gupta Trusts |
| Common Stock | 12/14/2001 | G | 105,733 | D | \$ 0 | 0 | I | By 1998 Irrevocable Annuity Trust |
| Common Stock | 12/14/2001 | G | 105,733 | A | \$ 0 | 410,721 | I | By Jess Gupta Trusts |
| Common Stock | 02/12/2003 | P | 1,800 | A | \$ 4.35 | 387,522 | I | By Alex Gupta Trusts |
| Common Stock | 02/12/2003 | P | 1,000 | A | \$ 4.36 | 386,221 | I | By Ben Gupta Trusts |
| Common Stock | 02/25/2003 | P | 1,500 | A | \$ 4.73 | 412,351 ⁽²⁾ | I | By Jess Gupta Trusts |
| | 08/17/2003 | J | 5,000 | A | \$ 0 | 5,000 | I | By wife |

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| | | | | | | | | |
|--------------|------------|---|-----------|---|------|------------------------|---|-----------------------------------|
| Common Stock | | | | | | | | |
| Common Stock | 09/01/2004 | G | 1,000,000 | D | \$ 0 | 17,336,527 | D | |
| Common Stock | 09/01/2004 | G | 1,000,000 | A | \$ 0 | 1,000,000 | I | By 2004 Irrevocable Annuity Trust |
| Common Stock | 02/11/2005 | G | 56,590 | A | \$ 0 | 17,374,317 | D | |
| Common Stock | 02/11/2005 | G | 56,590 | D | \$ 0 | 943,410 | I | By 2004 Irrevocable Annuity Trust |
| Common Stock | 03/17/2006 | G | 143,754 | A | \$ 0 | 17,569,071 | D | |
| Common Stock | 03/17/2006 | G | 143,754 | D | \$ 0 | 799,656 | I | By 2004 Irrevocable Annuity Trust |
| Common Stock | | | | | | 695,745 ⁽³⁾ | I | By Ben Gupta Trusts |
| Common Stock | | | | | | 722,230 ⁽⁴⁾ | I | By Jess Gupta Trusts |
| Common Stock | | | | | | 107,500 ⁽⁵⁾ | I | By CRT |
| Common Stock | | | | | | 45,000 ⁽⁶⁾ | I | By wife |
| Common Stock | | | | | | 799,656 ⁽⁷⁾ | I | By 2004 Irrevocable Annuity Trust |

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

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.

SEC 1474
(9-02)

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

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| 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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GUPTA VINOD 5711 S. 86TH CIRCLE OMAHA, NE 68127 | X | X | Chief Executive Officer | |

Signatures

/s/ Vinod Gupta 07/28/2006

__Signature of Date
Reporting Person

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).
- This Report on Form 4 discloses previously unreported transactions effected by or on behalf of the reporting person between February 1992 and March 2006, including a number of transactions effected indirectly by or on behalf of the reporting person by or on behalf of certain entities, including, without limitation, trusts for the benefit of his children, for which the reporting person is deemed to be the beneficial owner. The reporting person has voluntarily disclosed and reimbursed the issuer for profits made on transactions matched in accordance with Section 16(b) of the Securities Exchange Act of 1934.
- (1) Includes 130 shares of common stock owned by the reporting person under the Company's 401(k) plan.
 - (2) Reflects the reporting person's indirect holdings through the Ben Gupta Trusts as of the date of this Form 4, which includes all transactions reported in this Form 4 and all other transactions previously reported pursuant to Section 16 of the Exchange Act.
 - (3) Reflects the reporting person's indirect holdings through the Jess Gupta Trusts as of the date of this Form 4, which includes all transactions reported in this Form 4 and all other transactions previously reported pursuant to Section 16 of the Exchange Act. In addition to shares directly held, the holdings for the Jess Gupta Trusts include (i) 33,788 shares held by the Jess A. Gupta Revocable Trust and (ii) 485 shares owned by Jess A. Gupta under the issuer's 401(k) plan.
 - (4) Reflects the reporting person's indirect holdings through the CRT as of the date of this Form 4, which includes all transactions reported in this Form 4 and all other transactions previously reported pursuant to Section 16 of the Exchange Act.
 - (5) Reflects the reporting person's indirect holdings by his wife as of the date of this Form 4, which includes all transactions reported in this Form 4 and all other transactions previously reported pursuant to Section 16 of the Exchange Act.
 - (6) Reflects the reporting person's indirect holdings through the 2004 Irrevocable Annuity Trust as of the date of this Form 4, which includes all transactions reported in this Form 4 and all other transactions previously reported pursuant to Section 16 of the Exchange Act.

Remarks:

This is Part Six of a Form 4 filed by the reporting person. The Form 4 was filed in seven parts due to the restrictions in the electronic filing process.

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.