

infoGROUP Inc.
Form 8-K/A
August 10, 2009

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

**FORM 8-K/A
CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): August 10, 2009**

infoGROUP Inc.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

001-34298

(Commission File Number)

47-0751545

(IRS Employer Identification No.)

**5711 South 86th Circle
Omaha, Nebraska**

(Address of principal executive offices)

68127

(Zip Code)

Registrant's telephone number, including area code: **(402) 593-4500**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Explanatory Note: This Amendment No. 1 (Amendment No. 1) is filed by *infoGROUP* Inc. (*infoGROUP* or the Company) to amend and supersede financial results as of and for the three and six months ended June 30, 2009 in items 2.02 and the associated Exhibit 99.1, as originally appeared in our Form 8-K filed on August 3, 2009.

Item 2.02. Results of Operations and Financial Condition.

On August 3, 2009, *infoGROUP* Inc. issued a press release announcing its earnings for the three and six months ended June 30, 2009. Subsequently, Management determined that we had historically recorded certain directory revenue within a business unit of the Data Group segment prior to it being realized. The revised press release, reflecting the correcting adjustment, is attached as an exhibit to this Amendment No. 1.

The information set forth in this Amendment No. 1 and the exhibits attached hereto are deemed furnished, not filed, for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section 18, and this Amendment No. 1 and the exhibits attached hereto shall not be incorporated by reference into any filing by *infoGROUP* under the Securities Act of 1933, as amended, or under the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is furnished pursuant to Item 2.02:

Exhibit No. Description

99.1 Earnings Release of *infoGROUP* (revised) dated August 10, 2009

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

infoGROUP Inc.
(Registrant)

By: /s/ Thomas Oberdorf

Thomas Oberdorf
Executive Vice President and
Chief Financial Officer

Date: August 10, 2009