

INFOSPACE INC  
Form SC 13G  
February 12, 2009

---

---

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

SCHEDULE 13G  
(Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2  
Under the Securities Exchange Act of 1934  
(Amendment No. )\*

InfoSpace, Inc.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

45678T201  
(CUSIP Number)

December 31, 2008  
Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

---

---

Cusip No. 45678T201

13G

Page 2 of 13

1. NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 PEAK6 LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
 (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

SOLE VOTING POWER

5. 0

NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON  
 WITH

6. SHARED VOTING POWER  
 1,876,625 shares

7. SOLE DISPOSITIVE POWER  
 0

8. SHARED DISPOSITIVE POWER  
 1,876,625 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,876,625 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 5.4% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
 OO/HC



Cusip No. 45678T201

13G

Page 3 of 13

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
PEAK6 Investments, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  F  
(b)  T

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER 0
	6. SHARED VOTING POWER 1,876,625 shares
	7. SOLE DISPOSITIVE POWER 0
	8. SHARED DISPOSITIVE POWER 1,876,625 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,876,625 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
5.4% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
PN/HC



Cusip No. 45678T201

13G

Page 4 of 13

1. NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 PEAK6 Advisors LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
 (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

SOLE VOTING POWER

5. 0

NUMBER OF  
 SHARES

BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON  
 WITH

6. SHARED VOTING POWER  
 1,825,525 shares

7. SOLE DISPOSITIVE POWER  
 0

8. SHARED DISPOSITIVE POWER  
 1,825,525 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,825,525 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 5.3% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
 IA



Cusip No. 45678T201

13G

Page 5 of 13

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
PEAK6 Performance Management LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

SOLE VOTING POWER

5. 0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6. SHARED VOTING POWER  
1,825,525 shares

7. SOLE DISPOSITIVE POWER  
0

8. SHARED DISPOSITIVE POWER  
1,825,525 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,825,525 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
5.3% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
BD/OO





Cusip No. 45678T201

13G

Page 6 of 13

1. NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Matthew N. Hulsizer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
 (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
 U.S.

SOLE VOTING POWER

5. 0

NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON  
 WITH

6. SHARED VOTING POWER  
 1,876,625 shares

7. SOLE DISPOSITIVE POWER  
 0

8. SHARED DISPOSITIVE POWER  
 1,876,625 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,876,625 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 5.4% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
 IN/HC

Cusip No. 45678T201

13G

Page 7 of 13

1. NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Jennifer Just

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
 (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
 U.S.

	SOLE VOTING POWER
5.	0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6. SHARED VOTING POWER 1,876,625 shares
	7. SOLE DISPOSITIVE POWER 0
	8. SHARED DISPOSITIVE POWER 1,876,625 shares

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,876,625 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
 SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 5.4% as of December 31, 2008 (based on 34,573,674 shares of Common Stock outstanding  
 as of October 31, 2008, per Form 10-Q dated November 7, 2008)

12. TYPE OF REPORTING PERSON  
 IN/HC



Cusip No. 45678T201

13G

Page 8 of 13

Item 1(a) Name of Issuer: InfoSpace, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

601 108th Avenue N.E., Suite 1200  
Bellevue, Washington 98004

Item 2(a) Name of Person Filing  
Item 2(b) Address of Principal Business Office  
Item 2(c) Citizenship

PEAK6 LLC  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
Delaware Limited Liability Company

PEAK6 Investments, L.P.  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
Delaware Limited Partnership

PEAK6 Advisors LLC  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
Delaware Limited Liability Company

PEAK6 Performance Management LLC  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
Delaware Limited Liability Company

Matthew N. Hulsizer  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
U.S. Citizen

Jennifer Just  
141 W. Jackson Boulevard, Suite 500  
Chicago, IL 60604  
U.S. Citizen

2(d) Title of Class of Securities:

Common Stock

2(e) CUSIP Number: 45678T20



Cusip No. 45678T201

13G

Page 9 of 13

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a)  T Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  £ Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  £ Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  £ Investment company registered under Section 8 of the Investment Company Act;
- (e)  x An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  £ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  T A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  £ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  £ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  £ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.  o

Item 4 Ownership:

(a) Amount beneficially owned:

Incorporated by reference to Item 9 of the cover page pertaining to each reporting person.

(b) Percent of Class:

Incorporated by reference to Item 11 of the cover page pertaining to each reporting person.

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

Incorporated by reference to Item 5 of the cover page pertaining to each reporting person.

Cusip No. 45678T201

13G

Page 10 of 13

(ii) shared power to vote or to direct the vote:

Incorporated by reference to Item 6 of the cover page pertaining to each reporting person.

(iii) sole power to dispose or to direct the disposition of:

Incorporated by reference to Item 7 of the cover page pertaining to each reporting person.

(iv) shared power to dispose or to direct the disposition of:

Incorporated by reference to Item 8 of the cover page pertaining to each reporting person.

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable.

Item 8 Identification and Classification of Members of the Group:

Not Applicable.

Item 9 Notice of Dissolution of Group:

Not Applicable.

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.



Cusip No. 45678T201

13G

Page 11 of 13

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this 11th day of February, 2009

PEAK6 LLC

By: /s/ Matthew N. Hulsizer  
Matthew N. Hulsizer  
Managing Member

PEAK6 INVESTMENTS, L.P.

By: /s/ Matthew N. Hulsizer  
Matthew N. Hulsizer  
Managing Member of PEAK6 LLC, the General Partner of PEAK6  
Investments, L.P.

PEAK6 ADVISORS LLC

By: /s/ Matthew N. Hulsizer  
Matthew N. Hulsizer  
Managing Member of PEAK6 LLC, the General Partner of the managing  
member of PEAK6 Advisors LLC

PEAK6 PERFORMANCE MANAGEMENT LLC

By: /s/ Matthew N. Hulsizer  
Matthew N. Hulsizer  
Managing Member of PEAK6 LLC, the General Partner of the managing  
member of PEAK6 Performance Management LLC

/s/ Matthew N. Hulsizer  
Matthew N. Hulsizer

/s/ Jennifer Just  
Jennifer Just

Cusip No. 45678T201

13G

Page 12 of 13

INDEX TO EXHIBITS

Exhibit No. Exhibit

99.1 Joint Filing Agreement

Page 12 of 12

---