

HOMESTORE INC  
Form 8-K  
December 15, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

December 9, 2004

Homestore, Inc.

(Exact name of registrant as specified in its charter)

Delaware

000-26659

95-4438337

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

30700 Russell Ranch Road, Westlake Village,  
California

91362

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(805) 557-2300

Not Applicable

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:

- 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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**Item 1.02. Termination of a Material Definitive Agreement.**

Homestore, Inc. (the "Company") maintains the Homestore.com, Inc. 1999 Employee Stock Purchase Plan (the "Plan"). The Plan provides employees with the opportunity to have up to 15% of their annual base earnings withheld, but not to exceed \$15,000, to purchase the Company's common stock.

Although the Plan contains an evergreen provision providing for an automatic increase of shares available for issuance each January, the Plan is currently out of available shares. Pursuant to its authority under Section 25 of the Plan, the Company's Board of Directors terminated the Plan on December 9, 2004.

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**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.

Homestore, Inc.

*December 15, 2004*

By: */s/ Michael R. Douglas*

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*Name: Michael R. Douglas*

*Title: Executive Vice President and General Counsel*