

infoGROUP Inc.  
Form 8-K/A  
April 06, 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): March 31, 2009**

**infoGROUP Inc.**

(Exact name of Registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**0-19598**

(Commission File Number)

**47-0751545**

(IRS Employer Identification No.)

**5711 South 86<sup>th</sup> Circle**

**Omaha, Nebraska**

(Address of principal executive offices)

**68127**

(Zip Code)

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

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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**Item 2.01 Completion of Acquisition or Disposition of Assets.**

Explanatory Note:

This report amends our current report on Form 8-K filed with the Securities and Exchange Commission on April 1, 2009 relating to the sale of Macro International Inc. ( Macro ). The purpose of this report is to provide the pro forma financial statements and information required by Item 9.01 of Form 8-K, which is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(b) Pro Forma Financial Statements

*infoGROUP Inc.* s Unaudited Pro Forma Financial Information as required by Article 11 of Regulation S-X is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

(d) Exhibits

**Exhibit**

**No.**

**Description**

99.1

*infoGROUP Inc.* Unaudited Pro Forma Financial Information

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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.

*infoGROUP Inc.*

By: /s/ Thomas J. McCusker

Thomas J. McCusker  
Secretary and Executive Vice President for Business  
Conduct and General Counsel

Date: April 6, 2009

**EXHIBIT INDEX**

**Exhibit**

**No.**

99.1

**Description**

*info*GROUP Inc. Unaudited Pro Forma Financial Information

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