INFOUSA INC Form 8-K October 14, 2005

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): October 13, 2005

infoUSA Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-19598

(Commission File Number)

5711 South 86th Circle Omaha, Nebraska (Address of Principal Executive Offices)

(402) 593-4500

(Registrant s telephone number, including area code)

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):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

68127

47-0751545

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

(Zip Code)

ITEM 7.01 REGULATION FD DISCLOSURE

On October 12, 2005, Dolphin Limited Partnership I, L.P. (Dolphin), a stockholder of *info*USA Inc. (the Company), issued a press release announcing that it had commenced an action to obtain the books and records of the Company pursuant to a September 19, 2005 demand under Section 220 of the Delaware General Corporation Law. In its release, Dolphin stated that it was taking the action because of the Company s alleged delay in producing documents demanded by Dolphin.

On September 23, 2005, the Company informed Dolphin that it would provide access to the Company s books and records, consistent with and to the extent required by the Delaware General Corporation Law, subject to the execution of an appropriate confidentiality agreement by Dolphin. On that same date the Company submitted a confidentiality agreement to Dolphin, which subsequently has been subject to negotiation between the parties. The Company has required the execution of a confidentiality agreement because the books and records sought by Dolphin include non-public, confidential, proprietary, or commercially sensitive information.

It continues to be the Company s position that it will provide access to its books and records, consistent with and to the extent required by the Delaware General Corporation Law, subject to the execution of an appropriate confidentiality agreement by Dolphin. To date, Dolphin has been unwilling to execute a confidentiality agreement in a form acceptable to the Company.

The foregoing information is being furnished pursuant to Item 7.01 of Form 8-K. This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

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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, thereunto duly authorized.

> infoUSA, Inc. (Registrant)

Date: October 13, 2005

By: /s/ RAJ DAS Raj Das Chief Financial Officer

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02/21/2013 A 1,000 (1) A \$ 46.97 78,138 D Common Stock02/21/2013 F 10,702 (2) A \$ 46.97 77,138 D Common Stock 21,000 I By Trust for Child of the Reporting Person Common Stock 21,000 I By Trust for Child of the Reporting Person

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price o Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(3)</u>					(3)	(3)	Common Stock	116 <u>(4)</u>	
Restricted Stock Units	<u>(3)</u>					(3)	(3)	Common Stock	82 <u>(5)</u>	

Reporting Owners

Reporting Owner Name / Address	Relationships									
	Director	10% Owner	Officer	Other						
ADAMO VICTOR T C/O PROASSURANCE CORPORATION 100 BROOKWOOD PLACE BIRMINGHAM, AL 35209-6811	Х		Vice-Chairman							
Signatures										
Frank B. O'Neil as POA for the Reporting Person	02/22/2013									
**Signature of Reporting Person		Date								
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).
- These shares are exempt under Rule 16b-3. Bonus shares awarded to the reporting person under the terms of the ProAssurance 2008
 (1) Equity Incentive Plan by the Compensation Committee of the Board of Directors. The Compensation Committee is comprised solely of independent, non-employee directors
- (2) On December 27, 2012, the common stock of ProAssurance Corporation split 2-for-1, resulting in the reporting person's direct ownership of X,XXX additional shares of common stock.

RSU's are equal in value to one share of Common Stock, are issued under the 2008 Equity Plan and acquired under terms of the ProAssurance Corporation 2011 Employee Stock Ownership Plan. The RSUs will vest upon the sooner of three years of continuous employment, termination of employment by reason of death or disability or for "good reason," or a change of control of the Company. If a participant terminates employment more than twelve months but less than three years from the date of grant, the RSUs will partially

- (3) a participant terminates employment more than twerve months but less than three years from the date of grant, the RSUs will participant vest based on the number of days that the participant was employed in the vesting period. Any RSUs that are unvested on termination of employment will be forfeited. In addition, if a participant withdraws shares purchased for his or her account, matching unvested RSUs will be forfeited. Upon vesting, we will pay the RSUs in shares of our Common Stock from those shares reserved for issuance under the 2008 Equity Plan. Value to be established upon vesting.
- (4) This Restricted Stock Unit was previously reported as covering 55 shares, but was adjusted to reflect the 2-for-1 stock split that was effective December 27, 2012, and special dividend that was paid on that same date.
- (5) This Restricted Stock Unit was previously reported as covering 39 shares, but was adjusted to reflect the 2-for-1 stock split that was effective December 27, 2012, and special dividend that was paid on that same date.

Remarks:

\$46.97 was the closing price of a share of ProAssurance stock on the New York Stock Exchange on February 21, 2013 and is

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.