

infoGROUP Inc.  
Form 8-K  
December 30, 2009

**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 29, 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 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))
-

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) *infoGROUP* announced that it has amended the employment agreement with its Chief Executive Officer, Bill L. Fairfield. Under the amended terms, the agreement, filed as an exhibit with this Form 8-K and incorporated herein by this reference, will automatically renew on a quarterly basis unless either party provides prior written notice.

**Item 9.01. Financial Statements and Exhibits**

10.1 Amendment dated effective December 24, 2009 to Employment Agreement between *infoGROUP* and Bill L. Fairfield

---

**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: December 30, 2009

---

EXHIBIT INDEX

Exhibit 10.1 Amendment dated effective December 24, 2009 to Employment Agreement between *info*GROUP and Bill L. Fairfield