

infoGROUP Inc.
Form DEFA14A
April 12, 2010

**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):

April 12, 2010

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 86th Circle

Omaha, Nebraska 68127

(Address of Principal Executive Offices)

(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 8.01. Other Events.

On April 12, 2010, *info*GROUP Inc. (the Company) will circulate a memorandum among its employees concerning matters relating to the previously announced proposed acquisition of the Company by affiliates of CCMP Capital Advisors, LLC. A copy of the memorandum, filed with this report as Exhibit 99.1, is incorporated herein by reference. Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Employee Memorandum dated April 12, 2010.

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.

*info*GROUP Inc.

Date: April 12, 2010

By: /s/ Thomas J. McCusker
Name: Thomas J. McCusker
Title: Secretary and Executive Vice
President for Business Conduct and
General Counsel

EXHIBIT INDEX

| Exhibit | Description |
|---------|---|
| 99.1 | Employee Memorandum dated April 12, 2010. |