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INFOSPACE INC  
Form S-8 POS  
December 12, 2001

As filed with the Securities and Exchange Commission on December 11, 2001  
Registration No. 333-58422

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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POST EFFECTIVE AMENDMENT NO. 1  
to  
FORM S-8  
REGISTRATION STATEMENT

Under  
The Securities Act Of 1933

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INFOSPACE, INC.  
(Exact name of registrant as specified in its charter)

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|                          |   |
|--------------------------|---|
| DELAWARE                 | 91-1718107                              |
| (State of Incorporation) | (I.R.S. Employer Identification Number) |

601 108th Ave N.E.  
Suite 1200  
Bellevue, WA 98004  
(Address of principal executive offices)

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INFOSPACE, INC. 2001 NONSTATUTORY STOCK OPTION PLAN  
INFOSPACE, INC. AND SARAIDE INC. 2000 STOCK PLAN  
(Full titles of the plans)

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John M. Hall, Esq.  
Senior Vice President and General Counsel  
InfoSpace, Inc.  
601 108th Ave N.E.  
Suite 1200  
Bellevue, WA 98004  
(425) 201-6100  
(Name, address, including zip code and telephone number,  
including area code, of agent for service)

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Copy to:  
Patrick J. Schultheis, Esq.

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Wilson Sonsini Goodrich & Rosati, P.C.  
5300 Carillon Point  
Kirkland, Washington 98033  
(425) 576-5800

INFOSPACE, INC.

REGISTRATION STATEMENT ON FORM S-8

EXPLANATORY STATEMENT

InfoSpace, Inc. hereby amends its registration statement on Form S-8 by filing of this Post-Effective Amendment No. 1 to reflect the amendment and restatement of the InfoSpace, Inc. 2001 Nonstatutory Stock Option Plan. The amended and restated plan is filed herewith as Exhibit 4.1. No additional securities are being registered.

PART II

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 8. Exhibits.

| EXHIBIT NUMBER | DESCRIPTION  |
|----------------|--|
| 4.1            | InfoSpace, Inc. 2001 Nonstatutory Stock Option Plan (as amended and restated e 2001) |
| 4.2            | InfoSpace, Inc. and Saraide Inc. 2000 Stock Plan (1)                                 |
| 5.1            | Opinion of Wilson Sonsini Goodrich & Rosati, P.C. as to legality of securities       |
| 23.1           | Consent of Deloitte & Touche L.L.P., Independent Auditors*                           |
| 23.2           | Consent of Wilson Sonsini Goodrich & Rosati, P.C. (contained in Exhibit 5.1)*        |
| 24.1           | Power of Attorney*   |

\* Previously filed as an exhibit to this Registration Statement on Form S-8 (No. 333-58422).

(1) Incorporated by reference to the Registration Statement on Form S-3 (No. 333-93167) filed by the registrant on December 21, 1999, as amended.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bellevue, State of Washington, on this 11th day of December, 2001.

INFOSPACE, INC.

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/s/ John M. Hall

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John M. Hall  
Senior Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons on behalf of the Registrant in the capacities as of December 11, 2001.

| Signature<br>-----                    | Title<br>-----  |
|---------------------------------------|---|
| *<br>-----<br>Naveen Jain             | Chairman and Chief Executive Officer<br>(Principal Executive Officer)   |
| *<br>-----<br>Tammy D. Halstead       | Chief Financial Officer<br>(Principal Financial and Accounting Officer) |
| *<br>-----<br>Edmund O. Belsheim, Jr. | President, Chief Operating Officer and<br>Chief Executive Officer       |
| *<br>-----<br>John E. Cunningham, IV  | Director  |
| *<br>-----<br>Peter L. S. Currie      | Director  |
| *<br>-----<br>Richard D. Hearney      | Director  |
| *<br>-----<br>Rufus W. Lumry, III     | Director  |
| *<br>-----<br>William D. Savoy        | Director  |
| *<br>-----<br>Lewis M. Taffer         | Director  |

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\*By: /s/ John M. Hall

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John M. Hall, as attorney-in-fact

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INFOSPACE, INC.

REGISTRATION STATEMENT ON FORM S-8

INDEX TO EXHIBITS

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