

Lewis John Hartnett  
 Form 4/A  
 April 19, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Lewis John Hartnett

2. Issuer Name and Ticker or Trading Symbol  
 INSWEB CORP [INSW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 388 MARKET STREET, SUITE 920  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/29/2010

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

SAN FRANCISCO, CA 94111

4. If Amendment, Date Original Filed(Month/Day/Year)  
 02/02/2010

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock (\$0.001 par value)	02/01/2010		P	2,644 (4) A \$ 4 (3)	126,155 (4)	I	By Osmium Capital, LP (1)
Common Stock (\$0.001 par value)	02/01/2010		P	8,756 (4) A \$ 4 (3)	373,516 (4)	I	By Osmium Capital II, LP (1)
Common Stock (\$0.001 par value)					76,019 (5)	I	By Osmium Spartan, LP (1)

Edgar Filing: Lewis John Hartnett - Form 4/A

Common Stock (\$0.001 par value)	40,245 <sup>(5)</sup>	I	By separately managed accounts <sup>(2)</sup>
---	-----------------------	---	--

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
---	--	---	---	--------------------------------------	--	--	---	---	--

  

Date Exercisable	Expiration Date	Title	Amount or Number of Shares
---------------------	--------------------	-------	--

  

Code	V	(A)	(D)
------	---	-----	-----

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lewis John Hartnett 388 MARKET STREET, SUITE 920 SAN FRANCISCO, CA 94111		X		
Osmium Partners, LLC 388 MARKET STREET, SUITE 920 SAN FRANCISCO, CA 94111		X		
OSMIUM CAPITAL LP 388 MARKET STREET, SUITE 920 SAN FRANCISCO, CA 94111		X		
Osmium Capital II, LP 388 MARKET STREET, SUITE 920 SAN FRANCISCO, CA 94111		X		
OSMIUM SPARTAN L P 388 MARKET STREET, SUITE 920		X		

SAN FRANCISCO, CA 94111

## Signatures

/s/ John H. Lewis John H. Lewis, for himself and as Managing Member of Osmium Partners, LLC, for itself and as General Partner of Osmium Capital, LP, Osmium Capital II, LP, and Osmium Spartan, LP

04/19/2010

\_\_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).

(1) The general partner of Osmium Capital, LP, Osmium Capital II, LP and Osmium Spartan, LP is Osmium Partners, LLC ("General Partner"). John H. Lewis is the controlling member of the General Partner. Each of Mr. Lewis and the General Partner may be deemed to have voting and dispositive power with respect to the shares held by Osmium Capital, LP, Osmium Capital II, LP and Osmium Spartan, LP, and each disclaims beneficial ownership of such shares, except to the extent of his or its pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Lewis or the General Partner is the beneficial owner of the shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended ("Exchange Act") or for any other purpose.

(2) The General Partner manages separately managed accounts for various investors and has discretionary investment authority over the trading of securities in such accounts. John H. Lewis is the controlling member of the General Partner. Each of Mr. Lewis and the General Partner may be deemed to have voting and dispositive power with respect to the shares held in such accounts, and each disclaims beneficial ownership of such shares, except to the extent of his or its pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Lewis or the General Partner is the beneficial owner of the shares for purposes of Section 16 of the Exchange Act or for any other purpose.

(3) Price represents the weighted average price with respect to shares purchased on this date. This transaction was executed in multiple trades ranging from \$3.98 to \$4.0899. The Reporting Persons hereby undertake to provide upon request by the SEC, the issuer, or any security holder of the issuer, full information regarding the number of shares purchased at each separate price.

(4) This Form 4/A is being filed to amend the Form 4 previously filed on February 2, 2010 ("Prior Form 4"), which incorrectly reported that (i) Osmium Capital, LP acquired 2,600 shares and beneficially owned 126,171 shares of Common Stock following the reported transactions, and (ii) Osmium Capital II, LP acquired 8,740 shares and beneficially owned 373,500 shares of Common Stock following the reported transactions.

(5) The Prior Form 4 failed to reflect the reallocation of 28,964 shares of Common Stock from Osmium Spartan, LP to a separately managed account that was effected on March 2, 2009.

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.