

PUCCINELLI ROBERT A  
Form 4  
March 10, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
PUCCINELLI ROBERT A

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)  
11290 PYRITES WAY, SUITE 200  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/07/2011

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

GOLD RIVER, CA 95670

(City) (State) (Zip)

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

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

**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	(D)	Price
Common Stock	03/07/2011		M		36,275	A	11 36,275
						D	

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)**

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase	\$ 6.12	03/07/2011		M		314		04/17/2001	04/17/2011	Common Stock	314
Option to purchase	\$ 3	03/07/2011		M		3,333		10/16/2001	10/16/2011	Common Stock	3,333
Option to purchase	\$ 4.02	03/07/2011		M		314		07/18/2001	07/18/2011	Common Stock	314
Option to purchase	\$ 3	03/07/2011		M		314		10/16/2001	10/16/2011	common Stock	314
Option to purchase	\$ 2.05	03/07/2011		M		20,000		04/20/2006	04/20/2011	Common Stock	20,000
Option to purchase	\$ 2.65	03/07/2011		M		5,000		06/30/2006	06/30/2011	Common Stock	5,000
Option to purchase	\$ 2.3	03/07/2011		M		7,000		10/25/2006	10/25/2011	Common Stock	7,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PUCCINELLI ROBERT A 11290 PYRITES WAY SUITE 200 GOLD RIVER, CA 95670		X		

## Signatures

L Eric Loewe, Attorney in fact for Robert A Puccinelli  
 03/10/2011  
 \*\*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) Shares acquired upon the exercise of stock options at various exercise prices

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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