

TRAVELZOO INC
Form 4
November 06, 2006

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 *
BARTEL HOLGER

(Last) (First) (Middle)

800 WEST EL CAMINO
REAL, SUITE 180

(Street)

MOUNTAIN VIEW, CA 94040

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRAVELZOO INC [TZOO]

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Exec. Vice President

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)
				(A) or (D) Code V Amount Price			
Common Stock	11/02/2006		S ⁽¹⁾	D 800 \$ 31.49	78,804	I	TZOO Inc. ⁽⁴⁾
Common Stock	11/03/2006		S ⁽²⁾	D 700 \$ 31.33	78,104	I	TZOO Inc. ⁽⁴⁾
Common Stock	11/06/2006		S ⁽³⁾	D 837 \$ 31.52	77,267	I	TZOO Inc. ⁽⁴⁾
Common Stock					20	D	

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

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(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. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARTEL HOLGER 800 WEST EL CAMINO REAL SUITE 180 MOUNTAIN VIEW, CA 94040			Exec. Vice President	

Signatures

/s/ Holger Bartel 11/06/2006

**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) Represents a sale of 80,000 shares of TZOO Inc. common stock. The Reporting Person, the brother of Ralph Bartel, indirectly holds 1% of TZOO Inc. through HBT Corporation LLC and Ralph Bartel, through a trust, indirectly holds the remaining 99% of TZOO Inc.
- (2) Represents a sale of 70,000 shares of TZOO Inc. common stock. The Reporting Person, the brother of Ralph Bartel, indirectly holds 1% of TZOO Inc. through HBT Corporation LLC and Ralph Bartel, through a trust, indirectly holds the remaining 99% of TZOO Inc.
- (3) Represents a sale of 83,700 shares of TZOO Inc. common stock. The Reporting Person, the brother of Ralph Bartel, indirectly holds 1% of TZOO Inc. through HBT Corporation LLC and Ralph Bartel, through a trust, indirectly holds the remaining 99% of TZOO Inc.
- (4) The Reporting Person disclaims beneficial ownership of securities in excess of his 1% holdings in TZOO Inc.

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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