INSWEB CORP
Form 4/A
April 25, 2007

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIFFIN WILLIAM DUANE

(Last) (First) (Middle)

11290 PYRITES WAY, SUITE 200

(Street)

GOLD RIVER, CA 95670

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
04/19/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
04/23/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase	$ 6.24	04/19/2007	S		16,666	04/20/2007	05/07/2011	Common Stock	16,666
Option to purchase	$ 2.05	04/19/2007	S		10,000	04/19/2007	04/01/2013	Common Stock	10,000
Option to purchase	$ 2.05	04/19/2007	S		10,000	04/19/2007	04/01/2013	Common Stock	10,000
Option to purchase	$ 2.05	04/19/2007	S		9,539	04/19/2007	04/01/2013	Common Stock	9,539
Option to purchase	$ 2.79	04/19/2007	S		10,000	04/19/2007	02/10/2015	Common Stock	10,000
Option to purchase	$ 2.79	04/19/2007	S		10,057	04/19/2007	02/10/2015	Common Stock	10,057
Option to purchase	$ 2.03	04/19/2007	S		250	04/19/2007	09/28/2011	Common Stock	250
Option to purchase	$ 2.05	04/19/2007	S		5,461	04/19/2007	04/01/2013	Common Stock	5,461
Option to purchase	$ 2.03	04/20/2007	S		3,538	04/20/2007	09/28/2011	Common Stock	3,538
Option to purchase	$ 2.79	04/20/2007	S		4,943	04/20/2007	02/10/2015	Common Stock	4,943

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIFFIN WILLIAM DUANE 11290 PYRITES WAY SUITE 200 GOLD RIVER, CA 95670			Chief Financial Officer	

Signatures

L. Eric Loewe, Attorney in Fact for Bill Griffin — 04/23/2007

**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).

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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