

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-01-28** | Period of Report: **2013-01-14**
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REPORTING OWNER

Pelosi Paul JR

CIK: **1470019**

Type: **3** | Act: **34** | File No.: **000-26357** | Film No.: **13553304**

Mailing Address
200 W. DEVARGAS, SUITE 7
SANTA FE NM 87501

ISSUER

LOOKSMART LTD

CIK: **1077866** | IRS No.: **133904355** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7374** Computer processing & data preparation

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FORM 3

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

OMB APPROVAL	
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**INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <u>Pelosi Paul JR</u> (Last) (First) (Middle) C/O SECLAW GROUP, 100 CRESCENT COURT, SUITE 700 (Street) DALLAS, TX 75201 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/ Year) 01/14/2013	3. Issuer Name and Ticker or Trading Symbol <u>LOOKSMART LTD [LOOK]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
No securities are beneficially owned ⁽¹⁾ ⁽²⁾ ⁽³⁾	0	I	See footnotes ⁽¹⁾ ⁽²⁾ ⁽³⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- The reporting person does not beneficially own any securities required to be reported by this statement.
- The reporting person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any securities covered by this statement. The reporting person disclaims beneficial ownership of the securities, if any, covered by this statement, except to the extent of the pecuniary interest of such person in such securities.
- The reporting person may be deemed to be a member of a group with respect to the issuer or securities of the issuer for the purposes of Section 13(d) or 13(g) of the Act. The reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, a member of a group with respect to the issuer or securities of the issuer.

Remarks:

Signatures

/s/ Paul Pelosi, Jr.

** Signature of Reporting Person

01/28/2013

Date

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

* 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.

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 Number.

POWER OF ATTORNEY

Each party hereto hereby (a) constitutes and appoints each other party hereto, if any, and each of Michael Onghai and Fletcher Clark Johnston, and all of them, as the true and lawful attorney-in-fact and agent, and attorneys-in-fact and agents, of such party with full power and authority and full power of substitution and resubstitution, for, in the name of, and on behalf of such party, place and stead, in any and all capacities, to (i) execute each filing required of such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, supplement, or exhibit thereto) for, in the name of, and on behalf of such party, (ii) do and perform each act for, in the name of and on behalf of such party which any such agent may deem necessary or appropriate to complete and execute any such filing or any Form ID or other document in connection therewith, (iii) file each such filing with the Commission and each exchange, as applicable, and (iv) perform each other act which any such agent may deem necessary or appropriate in connection with the foregoing, (b) grants unto each such agent full power and authority to do and perform each act and thing required or appropriate to be done in and about the premises, as fully to all intents and purposes as such party might or could do in person, (c) authorizes, approves, ratifies, and confirms all that any such agent shall do or cause to be done by virtue hereof, and (d) acknowledges that each such agent, in serving in such capacity at the request of such party, is not assuming any responsibility of such party to comply with the Exchange Act or any rule or regulation thereunder.

IN WITNESS WHEREOF, this Power of Attorney is effective as of January 28, 2013.

Paul Pelosi, Jr.

Date: January 28, 2013

By: /s/ Paul Pelosi, Jr.
Name: Paul Pelosi, Jr.

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