

TRAVELZOO INC  
Form 8-A12G  
January 30, 2003

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Travelzoo Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware

36-4415727

(State of Incorporation or Organization)

(I.R.S. Employer Identification no.)

590 Madison Avenue, 21<sup>st</sup> Floor  
New York, New York

10022

(Address of principal executive offices)

(zip code)

If this form relates to the registration of a class of debt securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-55026

(If applicable)

**Securities to be registered pursuant to Section 12(b) of the Act:**

Title of Each Class  
to be so Registered

Name of Each Exchange on Which  
Each Class is to be Registered

None

**Securities to be registered pursuant to Section 12(g) of the Act:**

Common Stock, par value \$0.01 per share

(Title of class)

**Item 1. Description of Registrant's Securities to be Registered.**

The description of the common stock, par value \$0.01 per share, of Travelzoo Inc. (the "Registrant") set forth under the caption "Description of Capital Stock" in the Prospectus filed by the Registrant with the Securities and Exchange Commission on February 14, 2002, as part of the Registration Statement on Form S-4 (No. 333-55026), as amended (the "Form S-4"), is incorporated by reference in answer to this Item.

**Item 2. Exhibits.**

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
1	Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Form S-4).
2	By-laws of the Company (incorporated by reference to Exhibit 3.2 to the Form S-4).

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

TRAVELZOO INC.  
(Registrant)

Date: January 30, 2003

By:

/s/ Ralph Bartel

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Ralph Bartel  
Chairman of the Board and  
Chief Executive Officer

**EXHIBIT INDEX**

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