

STOCKGROUP INFORMATION SYSTEMS INC

Form 3

January 22, 2008

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Brownmiller Audrey

(Last) (First) (Middle)

C/O 500 - 750 WEST PENDER STREET

(Street)

VANCOUVER, Â A1 Â V6C2T7

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/15/2008

3. Issuer Name and Ticker or Trading Symbol

STOCKGROUP INFORMATION SYSTEMS INC
[sweb]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer ___ Other
(give title below) (specify below)
Vice President Operations

5. 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 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)

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

SEC 1473 (7-02)

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.

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

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of Shares

						(I) (Instr. 5)	
Options	08/16/2007 ⁽¹⁾⁽²⁾	08/16/2012	Common	75,000	\$ 1.115	D	Â
Options	01/15/2008 ⁽²⁾	01/15/2013	Common	60,000	\$ 0.55	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brownmiller Audrey C/O 500 - 750 WEST PENDER STREET VANCOUVER, A1A V6C2T7	Â	Â	Â Vice President Operations	Â

Signatures

Audrey
Brownmiller

01/22/2008

 **Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Options granted before becoming an officer
- (2) The option will be exercisable as to 34% of the original number of options shares on the anniversary of the grant date, and an additional 33% each anniversary thereafter, until all the options are vested (3 year vesting)

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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