

| 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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>Schiffman Glenn</u><br><br>(Last) (First) (Middle)<br><u>555 WEST 18TH STREET</u><br><br>(Street)<br><u>NEW YORK NY 10011</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>IAC/INTERACTIVECORP [ IAC ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><p style="text-align: center;"><b>CFO</b></p> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/02/2018</u>             |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |   |

**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 |   |  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|--|--|---------------------------|---|--|--|---|--|
|   |  |                                      |  |                                |  | Date Exercisable   | Expiration Date           |   |  |  |   |  |
| Options to Purchase Common Stock <sup>(1)</sup> | \$152.53   | 03/02/2018                           |  | A                              | 40,000   | 02/16/2022 <sup>(1)</sup>                                | 03/02/2028 <sup>(1)</sup> | Common Stock, par value \$0.001   | 40,000                                     | \$0  | 40,000  | D  |
| Options to Purchase Common Stock <sup>(2)</sup> | \$152.53   | 03/02/2018                           |  | A                              | 40,000   | 02/16/2022 <sup>(2)</sup>                                | 03/02/2028 <sup>(2)</sup> | Common Stock, par value \$0.001   | 40,000                                     | \$0  | 40,000  | D  |

**Explanation of Responses:**

- Represents stock options that vest in two equal installments on February 15, 2021 and 2022, subject to continued employment, and become exercisable on February 16, 2022.
- Represents stock options that vest in two equal installments on February 15, 2021 and 2022, subject to continued employment and the satisfaction of a performance condition (the closing price per share of the Company's common stock must equal or exceed \$200.00 during any 20 consecutive trading day period during the period in which the stock options remain outstanding), and become exercisable on February 16, 2022.

Tanya Stanich as Attorney-in-Fact for Glenn H. Schiffman 03/06/2018

\*\* Signature of Reporting Person 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.