SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| 1. Name and Address of Reporting Person* Clinton Chelsea | | n* | 2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IAC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|---------|----------|--|--|--|---------------------------------------|--|--|--|
| | | | [[] | X | Director | 10% Owner Other (specify below) | | | |
| (Last) (First) (Middle) | | | | _ | Officer (give title | | | | |
| | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/24/2018 | | below) | | | | |
| C/O IAC/INTERACTIVECORP | | | 00/24/2010 | | | | | | |
| 555 WEST 18TH STREET | | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Filing (Check Applicable | | | | |
| (Street) | | | | X | Form filed by One Repo | orting Person | | | |
| NEW YORK | NY | 10011 | | | Form filed by More thar Person | n One Reporting | | | |
| (City) | (State) | (Zip) | | | | | | | |

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) | Transaction Code (Instr. | | 4. Securities / Disposed Of (5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|--|--|---|-----------------------------|---|--|---------------|-------------------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, par value \$0.001 ⁽¹⁾ | 06/24/2018 | | A ⁽¹⁾ | | 1,079 | A | \$ <mark>0</mark> | 31,042 ⁽²⁾ | D | |

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

 Transaction

 3A. Deemed
 4.
 5. Number
 6. Date Exercisable and
 7. Title and
 8. Price of
 9. Number

| 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. Transa Code (8) | | of | | 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) |
|---|---|--|---|------------------------------|---|-----|-------|--|---------------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units ⁽³⁾ | \$0 | 06/24/2018 | | М | | | 1,079 | 06/24/2016 ⁽³⁾ | 06/24/2018 ⁽³⁾ | Common Stock, par value \$0.001 | 1,079 | \$0 | 0 | D | |

Explanation of Responses:

1. Represents shares of IAC common stock acquired upon the vesting of restricted stock units (see footnote 3 below).

2. Includes: (i) 25,964 shares of IAC common stock held directly by the reporting person and (ii) 5,078 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.

3. Represents restricted stock units that vested/vest in equal installments over three years on the anniversary of the grant date (June 24, 2015).

Tanya M. Stanich as Attorney-06/26/2018

in-Fact for Chelsea Clinton

** 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.