

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Schwerdtman Michael H</u>			2. Issuer Name and Ticker or Trading Symbol <u>IAC/INTERACTIVECORP [IACI]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) SVP & Controller		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>08/20/2008</u>			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		
C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/22/2008</u>					
(Street)	(City)	(State)	(Zip)					
NEW YORK	NY	10011						

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			
Common Stock, par value \$0.001	08/20/2008		M ⁽¹⁾		29,971	A	\$0	38,406	D	
Common Stock, par value \$0.001	08/20/2008		F ⁽²⁾		10,124	A	\$0	14,141 ⁽³⁾	D	

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			650 ⁽⁵⁾	12/01/2004 ⁽⁶⁾	08/08/2008 ⁽⁶⁾	Common Stock, par value \$0.001	650 ⁽⁵⁾	\$0	0	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			295 ⁽⁵⁾	02/04/2005 ⁽⁶⁾	08/08/2008 ⁽⁶⁾	Common Stock, par value \$0.001	295 ⁽⁵⁾	\$0	0	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			1,579 ⁽⁵⁾	12/02/2005 ⁽⁶⁾	08/20/2008 ⁽⁶⁾	Common Stock, par value \$0.01	1,579 ⁽⁵⁾	\$0	0	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			2,647 ⁽⁵⁾	02/10/2006 ⁽⁶⁾	08/20/2008 ⁽⁶⁾	Common Stock, par value \$0.001	2,647 ⁽⁵⁾	\$0	0	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			3,162 ⁽⁵⁾	02/10/2006 ⁽⁶⁾⁽⁷⁾	02/10/2010 ⁽⁶⁾⁽⁷⁾	Common Stock, par value \$0.001	3,162 ⁽⁵⁾	\$0	3,624 ⁽⁸⁾	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			11,856 ⁽⁵⁾	09/29/2010 ⁽⁶⁾⁽⁹⁾	09/29/2010 ⁽⁶⁾⁽⁹⁾	Common Stock, par value \$0.001	11,856 ⁽⁵⁾	\$0	9,058 ⁽⁸⁾	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			1,796 ⁽⁵⁾	02/06/2007 ⁽⁶⁾⁽¹⁰⁾	02/06/2011 ⁽⁶⁾⁽¹⁰⁾	Common Stock, par value \$0.001	1,796 ⁽⁵⁾	\$0	4,119 ⁽⁸⁾	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽⁴⁾			878 ⁽⁵⁾	02/16/2008 ⁽⁶⁾⁽¹¹⁾	02/16/2012 ⁽⁶⁾⁽¹¹⁾	Common Stock, par value \$0.001	878 ⁽⁵⁾	\$0	3,020 ⁽⁸⁾	D	
Restricted Stock Units	\$0	08/20/2008		J ⁽¹²⁾			10,664 ⁽¹³⁾	08/20/2008 ⁽⁶⁾⁽¹²⁾	02/16/2010 ⁽⁶⁾⁽¹²⁾	Common Stock, par value \$0.001	10,664 ⁽¹³⁾	\$0	10,664 ⁽¹³⁾	D	
Restricted Stock Units	\$0	08/20/2008		M ⁽¹²⁾			7,108 ⁽⁵⁾	08/20/2008 ⁽⁶⁾⁽¹²⁾	02/16/2010 ⁽⁶⁾⁽¹²⁾	Common Stock, par value \$0.01	7,108 ⁽⁵⁾	\$0	4,074 ⁽¹⁴⁾	D	
Restricted Stock Units	\$0							01/31/2011 ⁽⁶⁾⁽¹⁵⁾	01/31/2011 ⁽⁶⁾⁽¹⁵⁾	Common Stock, par value \$0.001	13,750 ⁽¹⁵⁾		13,750 ⁽¹⁵⁾	D	
Options to Purchase Common Stock	\$20.05							01/31/2009 ⁽⁶⁾⁽¹⁶⁾	01/31/2018 ⁽⁶⁾⁽¹⁶⁾	Common Stock, par value \$0.001	45,833 ⁽¹⁶⁾		45,833 ⁽¹⁶⁾	D	

Explanation of Responses:

- Reflects shares of IAC common stock acquired upon the accelerated vesting of multiple grants of restricted stock units immediately prior to the completion of the spin-off by IAC of HSN, Inc., Interval Leisure Group, Inc., Ticketmaster and Tree.com, Inc. on August 20, 2008 (the "Spin-Off").
- Represents the withholding of shares of IAC common stock to cover the payment of taxes in connection with the vesting of restricted stock units (see footnote 1 above).
- Reflects the one-for-two reverse stock split (the "Reverse Stock Split") effected in connection with, and immediately following, the Spin-Off.

