## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Fir	rst) (		1. Name and Address of Reporting Person*  KEOUGH DONALD R /NY					2. Issuer Name <b>and</b> Ticker or Trading Symbol  IAC/INTERACTIVECORP [ IACI ]									10%	Owner
	E	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 09/01/2014											Office below	er (give title w)	Othe belov	r (specify v)
				4. If Amendment, Date of Original Filed (Month/Day/Year)										vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
	Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Acc	uired,	Dis	posed o	f, or	Bene	eficia	ally	Owne	ed		
				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		Disposed Of (D) (Instr. 3,				4 and Secu Bene Own		ties cially d Following	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		Transaction(s) (Instr. 3 and 4)			(iiisti. 4)
Common Stock, par value \$0.001 <sup>(1)</sup> 09/0					2014		A <sup>(1)</sup>		131		Α	\$69.59		151,953 <sup>(2)</sup>		D		
Common Stock, par value \$0.001 <sup>(3)</sup>															500(3)		I	By spouse
	Та													y Ov	vned			`
erivative Conversion Date Execution or Exercise (Month/Day/Year) if any		n Date,	Transaction Code (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			Amoun or Numbe		ount	Deriv Secu	ivative curity etr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
2 C O F C	tock, par v	(State) (  Table curity (Instr. 3)  tock, par value \$0.001 <sup>(1)</sup> tock, par value \$0.001 <sup>(3)</sup> Table conversion of Exercise of Poerivative (Month/Day/Year)	(State) (Zip)  Table I - No curity (Instr. 3)  tock, par value \$0.001 <sup>(1)</sup> tock, par value \$0.001 <sup>(3)</sup> Table II - I  Conversion Date (Month/Day/Year) (Month/Day/Year) Perivative (Month/Day/Year)	Table I - Non-Deriv Curity (Instr. 3)  2. Transa Date (Month/L)  tock, par value \$0.001(1)  tock, par value \$0.001(3)  Table II - Derivati (e.g., put)  Conversion Date (Month/Day/Year)  Trice of Perivative Security  3. Transaction Date (Month/Day/Year)  Month/Day/Year)	(State) (Zip)  Table I - Non-Derivative  Curity (Instr. 3)  2. Transaction Date (Month/Day/Year)  tock, par value \$0.001(1)  Table II - Derivative Se (e.g., puts, ca Conversion or Exercise Operivative Security  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (In any (Month/Day/Year)  8. Transaction Date (Month/Day/Year)	(State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Instr. 3)  tock, par value \$0.001(1)  Table II - Derivative Security (e.g., puts, calls. In any (Month/Day/Year) (Month/Day/Year)  3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Table I - Non-Derivative Securities  Curity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Lock, par value \$0.001(1)  Conversion or Exercise of Derivative (Month/Day/Year)  Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  Conversion or Exercise of Derivative Securities (Month/Day/Year)  A. Demed Execution Date (Month/Day/Year)  Security (Month/Day/Year)  A. 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Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code (Instr. 3, 4 and 5)  Date	Table I - Non-Derivative Securities Acquired, Disponsion Price of Perivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired, Disponsion Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 8)	Table II - Derivative Securities Acquired, Disposed of Courity (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (if any (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertibe Code (Instr. 8)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Derivative Securities Acquired (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Disposed Onto (Disposed Of (D) (Instr. 3, 4 and 5)  4. Date Expiration Date (Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Curity (Instr. 3)    2. Transaction Date (Month/Day/Year) if any (Month/Day/Year)     2. Transaction Date (Month/Day/Year) if any (Month/Day/Year)     2. Transaction Date (Month/Day/Year) if any (Month/Day/Year)     3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities of Date (Instr. 8)     3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)     4. Transaction Date (Instr. 8)     5. Number of Derivative Securities Acquired (A) or Derivative Securities Acquired	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible security  3. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible security  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount of Securities Date (Month/Day/Year)  8. Date Expiration Date (Month/Day/Year)  9. Date Expiration Date (Month/Day/Year)  1. Title and Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, (Month/Day/Year) Securities Acquired (A) or Date (Month/Day/Year) (Month/Day/Year) Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities Acquired (A) or Derivative (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  Table II - Derivative Securities (Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Curity (Instr. 3)    2. Transaction Date (Month/Day/Year)   2A. Deemed Execution Date, if any (Month/Day/Year)   2A. Deemed Date (Instr. 3)   2A. Deemed Date Date (Instr. 3)   2A. Deemed Date Date Date Date Date Date Date Date	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner Curity (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Amount or Securities Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Tock, par value \$0.001(1) 09/01/2014	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date, (Month/Day/Year) (Mont

## **Explanation of Responses:**

- 1. Represents share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.
- 2. Includes (i) 125,098 shares of IAC Common Stock and (ii) 26,855 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.
- 3. The reporting person disclaims beneficial ownership of these shares of IAC Common Stock.

Joanne Hawkins as Attorneyin-Fact for Donald Keough

09/03/2014

\*\* 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.