FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| | | | | | U | 1 Occi | 1011 30 | (11) 01 11 | ic iiiv | Council | Con | ipariy Act o | 1 1340 | | | | | | | |
|---|---|--|--|---------------|---|--|---|-------------------|---|---------------------------------|-----------------|-------------------------------------|------------------------------------|--|-------------------|--|--|---------------------|--|---|
| 1. Name and Address of Reporting Person* <u>Lourd Bryan</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI] | | | | | | | | | | ck all applic | onship of Reportin Ill applicable) Director | | on(s) to Issu 10% Ov | |
| (Last) 9830 WI | (F LSHIRE B | irst) | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 06/24/2016 | | | | | | | | | | | Officer below) | (give title | | Other (s below) | pecify |
| (Street) BEVERLY HILLS CA 90212-1825 | | | | <u></u> !5 | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Line) | Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (5 | State) | (Zip) | | /ativ | | curi | tios A | / car | uired [| nier | nosed of | or B | nof | icially | Owned | | | | |
| Date | | | | 2. Trans | sactio | n Year) | 2A. D Execu | eemed ution Da | ite, | 3. Transac Code (Ir 8) | 4. Securities A | | | red (A | A) or | 5. Amoun Securities Beneficia Owned Fe | s lly ollowing | Form: | : Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | | | Code | v | Amount | (A) or (D) Pr | | Price | Reported Transacti (Instr. 3 a | on(s) | | | (Instr. 4) |
| Common Stock, par value \$0.001 ⁽¹⁾ | | | | 06/24 | 4/20 | 016 | | | | M ⁽¹⁾ | | 1,078 | A | | \$0 | 35,264 | | D | | |
| Common | Stock, par | Stock, par value \$0.001 ⁽¹⁾ | | 06/20 | 26/2016 | | | | | M ⁽¹⁾ | | 1,763 | I | | \$ <mark>0</mark> | 37,027 ⁽²⁾ | | | D | |
| | | | Table II - | | | | | | | | | sed of, o | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Day if any (Month/Day/ | ate, Ti | Transa Code (I | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisabl Expiration Date (Month/Day/Year) | | | Amour Securi Underl Deriva | | Title and Amount of Securities Inderlying Derivative Security Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| | | | | С | Code | v | (A) | Date (D) Exe | | e rcisable | Ex Da | piration te | Title | OI N Of | umber | | | | | |
| Restricted Stock Units ⁽³⁾ | \$0 | 06/24/2016 | | N | M ⁽³⁾ | | | 1,078 | 06/2 | 4/2016 ⁽³⁾ | 06 | /24/2018 ⁽³⁾ | Comm Stock par val \$0.00 | ıe 1 | 1,078 | \$0 | 2,157 | 7 | D | |
| Restricted Stock Units ⁽⁴⁾ | \$0 | 06/26/2016 | | N | M ⁽⁴⁾ | | | 1,763 | 06/2 | 6/2014 ⁽⁴⁾ | 06/ | /26/2016 ⁽⁴⁾ | Comm Stock par val \$0.00 | ie 1 | 1,763 | \$0 | 0 | | D | |

Explanation of Responses:

- 1. Represents shares of IAC common stock acquired upon the vesting of restricted stock units (see footnotes 3 and 4 below).
- 2. Includes (i) 14,867 shares of IAC common stock held directly by the reporting person and (ii) 22,160 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.
- 3. Represents restricted stock units that vest in three equal installments on the anniversary of the grant date (June 24, 2015).
- 4. Represents restricted stock units that vest in three equal installments on the anniversary of the grant date (June 26, 2013).

Tanya M. Stanich as Attorneyin-Fact for Bryan Lourd

06/28/2016

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** 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.