## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**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

### Form filed by One Reporting Person

**Officer (give title)**

**Price**

<table>
<thead>
<tr>
<th>(A)</th>
<th>(D)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2,291</td>
<td>804</td>
</tr>
</tbody>
</table>

---

**Date**

02/01/2021

**Title**

SVP & General Counsel

---

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, par value $0.001(1)</td>
<td>02/01/2021</td>
<td>M</td>
<td>2,291</td>
<td>A</td>
<td>$0</td>
<td>2,291</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock, par value $0.001(1)</td>
<td>02/01/2021</td>
<td>g(2)</td>
<td>804</td>
<td>D</td>
<td>$209.95</td>
<td>1,487</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>1. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Number of Derivatives Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units(1,2)</td>
<td>$0</td>
<td>02/01/2021</td>
<td>M</td>
<td>2,291</td>
<td>2,291</td>
<td>02/01/2019(3)</td>
<td>02/01/2022(3)</td>
<td>Common Stock, par value $0.001</td>
<td>2,291</td>
<td>11</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Represents shares of IAC common stock acquired upon the vesting of restricted stock units (see footnote 3 below).
2. Represents shares of IAC common stock withheld to cover taxes due in connection with the vesting of restricted stock units (see footnote 3 below).
3. Represents IAC restricted stock units that vested/vest in four equal installments on each of February 1, 2019, 2020, 2021 and 2022, subject to continued service.

**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).


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.

---

**Signature of Reporting Person**

Tanya M. Stanich as Attorney-in-Fact for Kendall Handler

02/03/2021