## 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
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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

1. Name and Address of Reporting Person* <u>LIBERTY MEDIA CORP</u>						2. Issuer Name and Ticker or Trading Symbol  IAC/INTERACTIVECORP [ IACI ]								5. Relationship of Reporti (Check all applicable) Director					Owner
(Last) (First) (Middle) 12300 LIBERTY BOULEVARD					3. Date of Earliest Transaction (Month/Day/Year) 01/22/2010									Offic below	er (give title w)		Other below	(specify )	
(Street) ENGLEWOOD CO 80112 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Derivat  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y)					ion	n 2A. Deemed Execution Date,			3. 4. Secur Dispose			Acquire		5. Amount of Securities Beneficially		6. Ownership Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial	
						(Mon	th/Day/	Year)	8) Code	v	Amount	(A) or (D)	Price		Report Transa	Following ed ction(s) 3 and 4)	(i) (Ir	nstr. 4)	Ownership (Instr. 4)
Common Stock 01/22/20					010	10			S		112,900	D	\$20.	64(1)	10,435,103		I		Held through wholly- owned subsidiary
Common Stock 01/25/20					010	10			S		248,300	D	\$20.	. <b>39</b> <sup>(2)</sup>	9(2) 10,186,803			I	Held through wholly- owned subsidiary
		Т	able II								osed of, convertib				wned				
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execut if any			ction Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Dei Sec (Ins	Price of rivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y	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	or Number of Shares						

## **Explanation of Responses:**

- 1. The price reflects a weighted average of sales made at prices ranging from \$20.50 to \$20.97. The Reporting Person agrees to provide upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, information regarding the number of shares sold at each separate price.
- 2. The price reflects a weighted average of sales made at prices ranging from \$20.27 to \$20.60. The Reporting Person agrees to provide upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, information regarding the number of shares sold at each separate price.

**LIBERTY MEDIA** CORPORATION By: /S/ Craig 01/26/2010 **Troyer Vice President** 

\*\* 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.