## SEC Form 4

Instruction 1(b).

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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*<br>IAC/INTERACTIVECORP |         |              |               | er Name <b>and</b> Ticke<br><u>ch Group, Inc</u> | •                 |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |   |                            |                               |  |  |
|---|---------|--------------|---------------|--|-------------------|---|--|---|----------------------------|-------------------------------|--|--|
| (Last)<br>555 WEST 187  | (First) | (Middle)     |               | e of Earliest Transa<br>/2020                    | ction (Month/I    | Day/Year)   |  | Director<br>Officer (give title<br>below)                             |                            | % Owner<br>er (specify<br>ow) |  |  |
| (Street)<br>NEW YORK  | NY      | 10011        | 4. If Ar      | nendment, Date of                                | Original Filed    | (Month/Day/Year)                                      | 6. Indiv<br>Line)<br>X   | idual or Joint/Grou<br>Form filed by On<br>Form filed by Mo<br>Person | e Reporting I              | Person                        |  |  |
| (City)  | (State) | (Zip)        |               |  |                   |   |  |   |                            |                               |  |  |
|   | Т       | able I - Nor | -Derivative S | ecurities Acq                                    | uired, Disp       | osed of, or Bene                                      | ficially   | Owned   |                            |                               |  |  |
| 1. Title of Security (Instr. 3) 2. Transa<br>Date               |         |              |               | 2A. Deemed<br>Execution Date,                    | 3.<br>Transaction | 4. Securities Acquired (<br>Disposed Of (D) (Instr. 3 |  | 5. Amount of<br>Securities  | 6. Ownershi<br>Form: Direc | of Indirect                   |  |  |

|  | (Month/Day/Year) | if any<br>(Month/Day/Year) | Code (Instr.<br>8) |   | 5)     | ( )( ==       | -,                 |                                    | (D) or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|--|------------------|----------------------------|--------------------|---|--------|---------------|--------------------|------------------------------------|-----------------------------------|---------------------------------------|
|  |                  |                            | Code               | v | Amount | (A) or<br>(D) | Price              | Transaction(s)<br>(Instr. 3 and 4) | ("                                | (1150.4)                              |
| Common Stock, par value \$0.001 <sup>(1)</sup> | 03/31/2020       |                            | J <sup>(1)</sup>   |   | 5,603  | A             | \$ <mark>65</mark> | 18,461,879                         | D                                 |                                       |

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

|   |   |  |   | -                            |   |             | -  | •                   |                                     |       |  |  |  |                                     |  |   |  |           |  |  |  |  |
|---|---|--|---|------------------------------|---|-------------|--|---------------------|-------------------------------------|-------|--|--|--|-------------------------------------|--|---|--|-----------|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv | rities<br>ired<br>r<br>osed<br>)<br>: 3, 4 | Expiration Da       | Expiration Date<br>(Month/Day/Year) |       |  |  |  | Expiration Date<br>(Month/Day/Year) |  | Expiration Date Amou<br>Month/Day/Year) Secur<br>Unde<br>Deriv<br>Secur |  | Amount of |  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)         | (D)  | Date<br>Exercisable | Expiration<br>Date                  | Title | Amount<br>or<br>Number<br>of<br>Shares |  |  |                                     |  |   |  |           |  |  |  |  |

Explanation of Responses:

1. Represents shares of common stock of Match Group, Inc. ("MTCH") issued to/acquired by IAC/InterActiveCorp ("IAC") as reimbursement for shares of IAC common stock issued in connection with the settlement of certain equity awards held by MTCH employees, pursuant to the Employee Matters Agreement, dated November 24, 2015, between IAC and MTCH, as amended effective as of April 13, 2016.

| <u>Tanya M. Stanich, Assistant</u> | 04/02/2020 |
|------------------------------------|------------|
| <u>Secretary</u>                   | 04/02/2020 |

\*\* 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.

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