SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 OMB APPROVAL
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1. Name and Addre Schwerdtman	ss of Reporting Persons 1 Michael H	on*	2. Issuer Name and Ticker or Trading Symbol <u>IAC/INTERACTIVECORP</u> [IACI]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner
	ast) (First) /O IAC/INTERACTIVECORP 55 WEST 18TH STREET		3. Date of Earliest Transaction (Month/Day/Year) 08/08/2017	- x	Officer (give title below) SVP & Cont	Other (specify below) roller
(Street) NEW YORK (City)	NY (State)	10011 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing Form filed by One Rep Form filed by More that Person	orting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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)		(1150.4)
Common Stock, par value \$0.001 ⁽¹⁾	08/08/2017		M ⁽¹⁾		3,934	A	\$66.19	4,599	D	
Common Stock, par value \$0.001	08/08/2017		S		3,934	D	\$105.76 ⁽²⁾	665	D	
Common Stock, par value \$0.001 ⁽¹⁾	08/09/2017		M ⁽¹⁾		400	Α	\$66.19	1,065	D	
Common Stock, par value \$0.001	08/09/2017		S		400	D	\$105.49 ⁽³⁾	665	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Expi		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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	Amount or Number of Shares				
Options to Purchase Common Stock ⁽⁴⁾	\$66.19	08/08/2017		М			3,934	02/11/2015 ⁽⁴⁾	02/11/2024 ⁽⁴⁾	Common Stock, par value \$0.001	3,934	\$0	26,066	D	
Options to Purchase Common Stock ⁽⁴⁾	\$66.19	08/09/2017		М			400	02/11/2015 ⁽⁴⁾	02/11/2024	Common Stock, par value \$0.001	400	\$0	25,666	D	

Explanation of Responses:

1. Represents shares of IAC common stock acquired upon the exercise of stock options (see footnote 4 below).

2. The price reflects the weighted average of sales made at prices ranging from \$105.75 to \$105.82. The reporting person agrees to provide upon request by the Staff of the Securities and Exchange Commission, IAC/InterActiveCorp or any security holder of IAC/InterActiveCorp, information regarding the number of shares sold at each separate price.

3. The price reflects the weighted average of sales made at prices ranging from \$105.48 to \$105.50. The reporting person agrees to provide upon request by the Staff of the Securities and Exchange Commission, IAC/InterActiveCorp or any security holder of IAC/InterActiveCorp, information regarding the number of shares sold at each separate price.

4. Represents stock options that vested/vest in four equal installments on the anniversary of the grant date (February 11, 2014).

Tanya M. Stanich as Attorney-

08/10/2017

Schwerdtman

in-Fact for Michael H.

** 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.