

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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* <u>IAC/INTERACTIVECORP</u> (Last) (First) (Middle) <u>555 WEST 18TH STREET</u> (Street) <u>NEW YORK NY 10011</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/20/2009</u>	3. Issuer Name and Ticker or Trading Symbol <u>OPENTABLE INC [OPEN]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Series B Preferred Stock</u>	(1)	(2)	<u>Common Stock</u>	<u>2,177,550⁽³⁾</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

- The terms of these securities provide that they are immediately convertible and that each share will automatically convert on a 1-for-1 basis into shares of the Issuer's common stock upon the closing of the Issuer's initial public offering.
- The expiration date is not relevant to the conversion of these securities given the effectiveness of the Issuer's initial public offering registration statement on May 20, 2009, coupled with the fact that the terms of these securities provide that each share will automatically convert on a 1-for-1 basis into shares of the Issuer's common stock upon the closing of the Issuer's initial public offering.
- Reflects a 1-for-12.5 reverse stock split of the Issuer's common stock and preferred stock effected immediately prior to the effectiveness of its initial public offering registration statement on May 20, 2009.

Tanya M. Stanich, Assistant Secretary 05/20/2009

** 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 5 (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.