

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **December 21, 2009**

IAC/INTERACTIVECORP

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction
of incorporation)

0-20570
(Commission
File Number)

59-2712887
(IRS Employer
Identification No.)

555 West 18th Street, New York, NY
(Address of principal executive offices)

10011
(Zip Code)

Registrant's telephone number, including area code: **(212) 314-7300**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 REGULATION FD DISCLOSURE

During the fourth quarter of 2009, IAC/InterActiveCorp (the "Company" or the "Registrant") renamed and realigned its reportable segments. The Company's Media & Advertising segment has been renamed "Search", and its Emerging Businesses segment has been renamed "Media & Other." Evite has been moved from the Search segment (formerly Media & Advertising) to the Media & Other segment (formerly Emerging Businesses). Attached and incorporated herein by reference as Exhibit 99.1 is certain financial information of the Company reflecting the change in the Company's reportable business segments. This supplemental financial information is being furnished by the Registrant pursuant to Regulation FD. The information set forth in Exhibit 99.1 refers to non-GAAP measures within the meaning of Regulation G. Additional information regarding those non-GAAP measures can be found in the Registrant's public filings.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibit No.	Description
99.1	Supplemental financial information.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IAC/INTERACTIVECORP

By: /s/ Gregg Winiarski

Name: Gregg Winiarski
Title: Senior Vice President and
General Counsel

Date: December 21, 2009

During the fourth quarter of 2009, IAC/InterActiveCorp (“IAC” or the “Company”) renamed and realigned its reportable segments. The Company’s Media & Advertising segment has been renamed “Search”, and its Emerging Businesses segment has been renamed “Media & Other.” Evite has been moved from the Search segment (formerly Media & Advertising) to the Media & Other segment (formerly Emerging Businesses). The tables below reflect these changes (unaudited; dollars in thousands):

	2009				2008				2007	
	Q1	Q2	Q3	YTD	Q1	Q2	Q3	Q4	FYE 12/31	FYE 12/31
Revenue:										
Search	\$165,973	\$166,583	\$170,202	\$ 502,758	\$212,416	\$182,774	\$189,903	\$180,433	\$ 765,526	\$ 745,996
Match	90,060	88,291	80,992	259,343	90,536	93,282	93,540	88,147	365,505	348,733
ServiceMagic	31,353	42,400	43,902	117,655	28,948	35,871	33,799	25,296	123,914	93,385
Media & Other	46,382	44,494	43,497	134,373	48,303	53,686	54,841	59,614	216,444	164,068
Inter-segment elimination	(1,758)	(1,723)	(2,016)	(5,497)	(9,547)	(11,449)	(2,803)	(2,495)	(26,294)	(19,600)
Total	\$332,010	\$340,045	\$336,577	\$1,008,632	\$370,656	\$354,164	\$369,280	\$350,995	\$1,445,095	\$1,332,582

	2009				2008				2007	
	Q1	Q2	Q3	YTD	Q1	Q2	Q3	Q4	FYE 12/31	FYE 12/31
Operating Income (Loss):										
Search	\$ 1,209	\$ 9,118	\$ 20,154	\$ 30,481	\$ 30,300	\$ 27,941	\$ 31,415	\$ 7,800	\$ 97,456	\$ 27,100
Match	9,742	28,397	23,873	62,012	7,136	19,626	23,978	24,750	75,490	65,780
ServiceMagic	2,003	5,680	4,318	12,001	5,610	8,906	8,111	1,356	23,983	17,587
Media & Other	(12,821)	(10,222)	(8,286)	(31,329)	(8,309)	(7,311)	(6,699)	(30,359)	(52,678)	(18,545)
Corporate	(33,257)	(29,066)	(32,938)	(95,261)	(45,845)	(55,596)	(79,443)	(25,328)	(206,212)	(170,426)
Total	\$ (33,124)	\$ 3,907	\$ 7,121	\$ (22,096)	\$ (11,108)	\$ (6,434)	\$ (22,638)	\$ (21,781)	\$ (61,961)	\$ (78,504)

	2009				2008				2007	
	Q1	Q2	Q3	YTD	Q1	Q2	Q3	Q4	FYE 12/31	FYE 12/31
Operating Income Before Amortization:										
Search	\$ 10,255	\$ 15,881	\$ 26,559	\$ 52,695	\$ 36,530	\$ 34,030	\$ 38,119	\$ 27,632	\$ 136,311	\$ 85,388
Match	9,941	28,546	26,793	65,280	10,139	22,865	30,274	27,988	91,266	78,367
ServiceMagic	2,801	6,709	9,940	19,450	6,149	9,445	8,651	1,999	26,244	20,764
Media & Other	(11,177)	(9,236)	(7,715)	(28,128)	(6,826)	(5,990)	(5,379)	(14,006)	(32,201)	(5,103)
Corporate	(14,988)	(16,155)	(16,692)	(47,835)	(27,356)	(37,423)	(41,201)	(15,542)	(121,522)	(98,932)
Total	\$ (3,168)	\$ 25,745	\$ 38,885	\$ 61,462	\$ 18,636	\$ 22,927	\$ 30,464	\$ 28,071	\$ 100,098	\$ 80,484

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Reconciliation of Operating Income Before Amortization to operating (loss) income to net (loss) earnings attributable to IAC shareholders:

	2009				2008				2007	
	Q1	Q2	Q3	YTD	Q1	Q2	Q3	Q4	FYE 12/31	FYE 12/31
Operating Income Before Amortization	\$ (3,168)	\$ 25,745	\$ 38,885	\$ 61,462	\$ 18,636	\$ 22,927	\$ 30,464	\$ 28,071	\$ 100,098	\$ 80,484
Non-cash compensation expense	(18,580)	(13,592)	(16,515)	(48,687)	(18,886)	(18,611)	(38,677)	(10,365)	(86,539)	(73,585)
Amortization of non-cash marketing	(2,305)	(200)	(4,999)	(7,504)	(2,796)	(3,071)	(6,138)	(7,997)	(20,002)	(49,670)
Amortization of intangibles	(8,015)	(8,046)	(10,250)	(26,311)	(8,062)	(7,679)	(8,287)	(19,890)	(43,918)	(35,733)
Goodwill impairment	(1,056)	—	—	(1,056)	—	—	—	(11,600)	(11,600)	—
Operating (loss) income	(33,124)	3,907	7,121	(22,096)	(11,108)	(6,434)	(22,638)	(21,781)	(61,961)	(78,504)
Other income (expense), net	563	60,829	50,960	112,352	11,691	(100,476)	(63,964)	308,193	155,444	74,414
(Loss) earnings from continuing operations before income taxes	(32,561)	64,736	58,081	90,256	583	(106,910)	(86,602)	286,412	93,483	(4,090)
Income tax benefit (provision)	2,679	(22,143)	(34,269)	(53,733)	(4,036)	22,274	85,335	(65,876)	37,697	(2,321)
(Loss) earnings from continuing operations	(29,882)	42,593	23,812	36,523	(3,453)	(84,636)	(1,267)	220,536	131,180	(6,411)
Gain on sale of discontinued operations, net of tax	—	—	—	—	—	22,547	767	—	23,314	33,524
Income (loss) from discontinued operations, net of tax	1,238	(2,196)	(2,514)	(3,472)	55,939	(359,992)	(14,718)	2,227	(316,544)	(173,196)
Net (loss) earnings	(28,644)	40,397	21,298	33,051	52,486	(422,081)	(15,218)	222,763	(162,050)	(146,083)
Net loss attributable to noncontrolling interest	258	416	384	1,058	330	484	381	4,654	5,849	2,014
Net (loss) earnings attributable to IAC shareholders	\$ (28,386)	\$ 40,813	\$ 21,682	\$ 34,109	\$ 52,816	\$ (421,597)	\$ (14,837)	\$ 227,417	\$ (156,201)	\$ (144,069)

The Company’s primary metric is Operating Income Before Amortization, which is defined as operating income excluding, if applicable: (1) non-cash compensation expense, (2) amortization of non-cash marketing, (3) amortization and impairment of intangibles, (4) goodwill impairment, (5) pro forma adjustments for significant acquisitions, and (6) one-time items. The Company believes this measure is useful to investors because it represents the consolidated operating results from IAC’s segments, taking into account depreciation, which it believes is an ongoing cost of doing business, but excluding the effects of any other non-cash expenses. Operating Income Before Amortization has certain limitations in that it does not take into account the impact to IAC’s statement of operations of certain expenses, including non-cash compensation, non-cash marketing, and acquisition related accounting. IAC endeavors to compensate for the limitations of the non-GAAP measure presented by providing the comparable U.S. GAAP measure with equal or greater prominence and a reconciliation of the non-GAAP measure to net earnings (loss) attributable to IAC shareholders. The information presented above should be read in

