FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 APPI	ROVAL
	OMB Number:	3235-0287
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	hours per response:	0.5
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1. Name and Address of Reporting Person*  BRONFMAN EDGAR JR						2. Issuer Name <b>and</b> Ticker or Trading Symbol  IAC/INTERACTIVECORP [ IACI ]											able)	g Pers	10% O	wner
					3. Date of Earliest Transaction (Month/Day/Year) 06/18/2014										Officer ( below)	Officer (give title below)		Other (s below)	specify	
555 WEST 18TH STREET					4.	If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street) NEW YORK NY 10011				_									Line)	<b>,</b>						
(City)	(S	tate)	(Zip)																	
		Ta	ble I - Nor	ı-Deri\	vativ	re Se	curiti	es A	Cqu	ıired, C	Disp	osed of	, or Ber	efic	ially	Owned				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					Execution Dat		Execution Date if any		Code (Instr.					4 and Securitie Benefici Owned F		lly ollowing	Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code V		Amount (A) or (D)		Pri	ce	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)				
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 Day if any (Month/Day/	ate, T	Code (I		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expi	6. Date Exercisabl Expiration Date (Month/Day/Year)		e and	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exer	: rcisable	Ex Da	piration te	Title	Amo or Num of Sha	.					
Restricted Stock Units	\$0	06/18/2014			A		3,632		06/18	8/2015 <sup>(1)</sup>	06.	/18/2017 <sup>(1)</sup>	Common Stock	3,6	532	\$0	3,632	2	D	

## **Explanation of Responses:**

1. Represents restricted stock units acquired pursuant to the Company's 2008 Stock and Annual Incentive Plan, which vest in equal installments over three years on the anniversary of the grant date (June 18, 2014).

Joanne Hawkins as Attorney-in-Fact for Edgar Bronfman Jr. 06/20/2014

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.