FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

I.	OMB APPROVAL										
ľ	OMB Number:	3235-0287									
Ш	Estimated average I	nurdon									

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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

1. Name and Address of Reporting Person*  SPOON ALAN G					2. Issuer Name <b>and</b> Ticker or Trading Symbol IAC/INTERACTIVECORP [ IACI ]										ck all applic	,		on(s) to Issu 10% Ov		
(Last) 1000 WI	ast) (First) (Middle) 000 WINTER STREET					Date 6 5/18/2		iest Tra	nsact	tion (Mor	nth/D	ay/Year)		Officer below)	give title		Other (s below)	pecify		
(Street) WALTHAM MA 02451  (City) (State) (Zip)  Table I - Non-Deriv				-	4. If Amendment, Date of Original Filed (Month/Day/Year)  ative Securities Acquired, Disposed of, or Benefic									6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person						
1. Title of Security (Instr. 3) 2. Trai			2. Trans	Transaction ate		2A. Deemed Execution Date, if any (Month/Day/Year		te, 3. Transacti Code (Ins		tion	4. Securities Ac		es Acquired (A) o		5. Amoun Securities Beneficia Owned Fo Reported	s Ily	Form:	Direct Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership	
										Code	v	Amount	(A) o (D)	r Pr	Transporti		on(s)			(Instr. 4)
Common Stock, par value \$0.001 <sup>(1)</sup>				06/1	18/2015					M <sup>(1)</sup>		1,210	A	A \$0		110,042(2)		D		
			Table II -									sed of, onvertib				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate, T	Code (Inst				6. Date Exercisabl Expiration Date (Month/Day/Year)			e and	Amount Securitie Underlyi Derivativ	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exer	cisable	Ex  Da	piration te	Title	or	ount nber ıres					
Restricted Stock Units <sup>(3)</sup>	\$0	06/18/2015		1	M <sup>(3)</sup>			1,210	06/1	8/2015 <sup>(3)</sup>	06	/18/2017 <sup>(3)</sup>	Common Stock, par value	1,	210	\$0	2,42	2	D	

## **Explanation of Responses:**

- 1. Represents shares of IAC common stock acquired upon the vesting of restricted stock units (see footnote 3 below).
- 2. Includes (i) 82,661 shares of IAC Common Stock held directly by the reporting person and (ii) 27,381 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.
- 3. Represents restricted stock units granted under the Company's 2008 Stock and Annual Incentive Plan, which vest in three equal installments on the anniversary of the grant date (June 18, 2014).

Joanne Hawkins as Attorney-in-Fact for Alan Spoon 06/22/2015

\*\* 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.