
**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): January 21, 2016

IAC/INTERACTIVE CORP

(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))
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ITEM 7.01 REGULATION FD DISCLOSURE.

On January 21, 2016, IAC/InterActiveCorp (the "Company" or the "Registrant") announced that during the quarter ended December 31, 2015, it had realigned its reportable segments as follows:

- the Company created two new segments, Publishing and Applications, primarily from the businesses previously included in the Search & Applications segment. The businesses within the new Publishing segment include About.com, Dictionary.com, Investopedia and The Daily Beast (previously included in the Media segment), as well as Ask.com, ASKfm and CityGrid. The businesses within the new Applications segment include the Company's direct-to-consumer downloadable desktop and mobile applications operations (B2C), including SlimWare and Apalon, and its partnership operations (B2B).
- the Match Group segment includes the businesses of Match Group, Inc., which completed its initial public offering on November 24, 2015.
- the Video segment, formerly the Media segment, includes Vimeo and DailyBurn (previously included in The Match Group segment), as well as Electus, IAC Films, CollegeHumor and Notional. The Daily Beast, previously included in the Media segment, was moved to the new Publishing segment.
- HomeAdvisor is now reported as its own segment; it was previously included in the eCommerce segment, which has been eliminated.
- the newly created Other segment includes ShoeBuy (previously included in the eCommerce segment) and PriceRunner (previously included in the Search & Applications segment).

Attached and incorporated herein by reference as Exhibits 99.1 and 99.2, respectively, are the related press release and certain supplemental financial information reflecting the realignment of the Company's reportable segments described above. Exhibits 99.1 and 99.2 are being furnished by the Registrant pursuant to Regulation FD.

ITEM 8.01 OTHER EVENTS.

On January 21, 2016, the Company announced the change of its ticker symbol on the Nasdaq Global Select Market from "IACI" to "IAC." The related press release, which being furnished by the Registrant pursuant to Regulation FD, is attached and incorporated by reference as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of IAC/InterActiveCorp, dated January 21, 2016.
99.2	Supplemental financial information.



IAC Announces New Segments and New Ticker Symbol

NEW YORK, January 21, 2016 -- Today IAC (NASDAQ: IAC) announced a realignment of its reportable segments, as well as the change of its ticker symbol from "IACI" to "IAC." Please refer to the Form 8-K filed today with the U.S. Securities and Exchange Commission for more information on the segment realignment and related supplemental financial information.

"As we look ahead to the next great opportunities to come from IAC outside of the Match Group, we do so with substance and strength in four key areas, each within large addressable markets rife with opportunity," said Joey Levin, CEO of IAC. "This year will see IAC focused on continuing its track record of accelerating growth in new markets, assembling strong companies, and backing the leaders who drive them."

New segments include:

- *Match Group*: Match Group, Inc. ("Match Group"), which completed its initial public offering on November 24, 2015, is the world's leading provider of dating products. Match Group operates a portfolio of over 45 brands, including Match, OkCupid, Tinder, PlentyOfFish, Meetic, Twoo, OurTime, BlackPeopleMeet and FriendScout24 and, according to data obtained from Research Now, owns four of the top five brands by unaided awareness in North America. As of September 30, 2015, Match Group (pro forma for its acquisition of PlentyOfFish, which was completed in October 2015) had approximately 59 million monthly active users and 4.7 million paid members.
- *HomeAdvisor*: A leading nationwide home services digital marketplace, HomeAdvisor helps connect consumers with home professionals in the \$330 billion market for home improvement projects. As of September 30, 2015, HomeAdvisor had more than 100,000 active pre-screened and customer-rated home professionals. HomeAdvisor's domestic business revenue growth accelerated for the 8th consecutive quarter in Q3 2015 to 46% year over year, and it has generated more than 9 million service requests over the past year, a 40% year over year increase.
- *Video*: IAC's collection of premium digital video properties seeks to capitalize on the growing number of consumers who have cut the traditional pay TV cord - or more frequently, never had a cord to begin with. The segment is headlined by Vimeo, a preeminent video platform with over 650,000 paid subscribers as of September 30, 2015, and a rapidly growing Video on Demand (VOD) marketplace where, as of the end of Q3 2015, more than 8,000 passionate creators had uploaded nearly 27,000 titles purchased by over 1 million viewers. The segment also includes DailyBurn, a streaming video fitness service with over 100,000 paying subscribers as of September 30, 2015, as well as Electus, IAC Films, CollegeHumor and Notional, a collection of

production companies and studios producing original programming and film, including the award-winning television show Chopped, now in its 26th season.

- *Publishing*: Launched in December 2015, IAC Publishing brings together some of the web's most trusted publishers, including premium brands About.com, Dictionary.com, Investopedia and The Daily Beast which, as of December 2015, collectively reached more than 100 million monthly users domestically. As one of the world's largest digital publishers, IAC Publishing is well positioned to take advantage of the \$66 billion a year spent on digital advertising in the U.S. alone. The segment also includes Ask.com, ASKfm and CityGrid.
- *Applications*: At the end of Q3 2015, IAC Applications saw its apps collectively downloaded more than 1 million times a day, making it one of the largest and most profitable distributors of utility-focused browser, desktop and mobile apps in the world. This segment includes direct-to-consumer downloadable desktop and mobile applications, including SlimWare (subscription desktop software) and top iOS developer Apalon, and IAC's partner-facing applications business. At the end of Q3 2015, the direct-to-consumer business alone had 35 million daily active users spread across 115 products on desktop, 2.8 million daily active users spread across 53 products on mobile, and 1.3 million paid subscribers to SlimWare software products.

About IAC

IAC (NASDAQ: IACI) is a leading media and Internet company comprised of some of the world's most recognized brands and products, such as HomeAdvisor, Vimeo, About.com, Dictionary.com, The Daily Beast, Investopedia, and Match Group's online dating portfolio, which includes Match, OkCupid and Tinder. The company is headquartered in New York City and has offices worldwide.

Contact Us

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The tables below reflect the realignment of the Company's reportable segments described in Item 7.01 of this Form 8-K.

	2015			2014					2013	
	Q1	Q2	Q3	Q1	Q2	Q3	Q4	YTD	YTD	
(Unaudited; in thousands)										
Revenue:										
Match Group	\$235,069	\$248,817	\$268,971	\$209,785	\$211,906	\$227,581	\$238,996	\$888,268	\$803,089	
HomeAdvisor	75,844	94,150	99,435	61,033	74,693	75,405	72,410	283,541	239,471	
Publishing	179,025	154,447	178,701	192,957	193,583	198,294	206,715	791,549	803,141	
Applications	197,467	190,801	193,278	198,395	194,559	189,621	194,132	776,707	834,636	
Video	46,472	40,720	60,125	36,222	37,609	50,412	58,211	182,454	161,457	
Other	38,853	42,318	38,173	41,959	44,228	41,163	60,484	187,834	182,615	
Inter-segment elimination	(218)	(121)	(122)	(104)	(263)	(245)	(194)	(806)	(1,422)	
Total	\$772,512	\$771,132	\$838,561	\$740,247	\$756,315	\$782,231	\$830,754	\$3,109,547	\$3,022,987	
Operating income (loss):										
Match Group	\$27,040	\$40,522	\$58,356	\$40,696	\$57,465	\$62,868	\$67,538	\$228,567	\$221,333	
HomeAdvisor	(3,997)	1,589	6,095	81	1,185	(41)	(164)	1,061	284	
Publishing	19,376	10,160	14,149	25,531	26,100	26,702	32,190	110,523	119,484	
Applications	38,906	52,631	46,539	39,640	45,313	48,789	45,218	178,960	214,916	
Video	(20,469)	(10,457)	(5,655)	(12,925)	(9,919)	(8,784)	(11,718)	(43,346)	(24,144)	
Other	(541)	(399)	195	632	2,016	(96)	5,556	8,108	(344)	
Corporate	(25,196)	(31,277)	(32,549)	(21,943)	(26,470)	(28,485)	(28,248)	(105,146)	(105,326)	
Total	\$35,119	\$62,769	\$87,130	\$71,712	\$95,690	\$100,953	\$110,372	\$378,727	\$426,203	
Stock-based compensation expense:										
Match Group	\$6,299	\$11,626	\$13,057	\$4,997	\$5,809	\$5,804	\$4,241	\$20,851	\$12,228	
HomeAdvisor	420	420	410	—	—	138	420	558	—	
Publishing	—	—	—	—	—	—	—	—	1	
Applications	—	—	—	—	—	—	—	—	1	
Video	147	147	50	164	161	161	161	647	633	
Other	—	—	—	—	—	—	—	—	(29)	
Corporate	12,045	13,756	13,492	4,452	10,582	11,229	11,315	37,578	40,171	
Total	\$18,911	\$25,949	\$27,009	\$9,613	\$16,552	\$17,332	\$16,137	\$59,634	\$53,005	

	2015			2014				2013	
	Q1	Q2	Q3	Q1	Q2	Q3	Q4	YTD	YTD
(Unaudited; in thousands)									
Depreciation:									
Match Group	\$ 7,045	\$ 6,622	\$ 6,137	\$ 5,778	\$ 5,570	\$ 5,774	\$ 8,425	\$ 25,547	\$ 20,202
HomeAdvisor	1,551	1,589	1,627	1,401	1,545	1,591	1,983	6,520	5,174
Publishing	2,507	2,423	2,363	3,130	3,823	2,417	2,486	11,856	14,822
Applications	1,042	1,188	1,302	1,292	1,213	1,093	787	4,385	4,346
Video	198	226	289	277	215	218	189	899	1,133
Other	549	575	700	417	425	485	497	1,824	3,714
Corporate	2,676	2,877	3,207	2,523	2,466	2,555	2,581	10,125	9,518
Total	\$ 15,568	\$ 15,500	\$ 15,625	\$ 14,818	\$ 15,257	\$ 14,133	\$ 16,948	\$ 61,156	\$ 58,909
Amortization of intangibles:									
Match Group	\$ 3,877	\$ 5,901	\$ 4,352	\$ 1,837	\$ 1,684	\$ 3,320	\$ 4,554	\$ 11,395	\$ 17,125
HomeAdvisor	1,190	1,102	772	2,465	2,468	3,197	1,432	9,562	9,915
Publishing	4,770	4,754	4,563	6,698	6,977	7,830	7,076	28,581	27,643
Applications	1,581	1,573	1,573	—	787	400	1,334	2,521	—
Video	423	379	377	256	698	635	510	2,099	981
Other	714	702	701	723	792	1,069	1,184	3,768	4,179
Corporate	—	—	—	—	—	—	—	—	—
Total	\$ 12,555	\$ 14,411	\$ 12,338	\$ 11,979	\$ 13,406	\$ 16,451	\$ 16,090	\$ 57,926	\$ 59,843
Acquisition-related contingent consideration fair value adjustments:									
Match Group	\$ (11,011)	\$ (1,223)	\$ 755	\$ (27)	\$ 727	\$ (14,281)	\$ 669	\$ (12,912)	\$ 343
HomeAdvisor	—	—	—	—	—	—	—	—	—
Publishing	—	—	—	—	—	—	—	—	—
Applications	4,020	(6,297)	(1,513)	—	—	—	326	326	—
Video	(5)	(2,430)	(202)	—	(200)	—	(15)	(215)	—
Other	—	—	—	—	—	—	(566)	(566)	—
Corporate	—	—	—	—	—	—	—	—	—
Total	\$ (6,996)	\$ (9,950)	\$ (960)	\$ (27)	\$ 527	\$ (14,281)	\$ 414	\$ (13,367)	\$ 343
Adjusted EBITDA:									
Match Group	\$ 33,250	\$ 63,448	\$ 82,657	\$ 53,281	\$ 71,255	\$ 63,485	\$ 85,427	\$273,448	\$271,231
HomeAdvisor	(836)	4,700	8,904	3,947	5,198	4,885	3,671	17,701	15,373
Publishing	26,653	17,337	21,075	35,359	36,900	36,949	41,752	150,960	161,950
Applications	45,549	49,095	47,901	40,932	47,313	50,282	47,665	186,192	219,263
Video	(19,706)	(12,135)	(5,141)	(12,228)	(9,045)	(7,770)	(10,873)	(39,916)	(21,397)
Other	722	878	1,596	1,772	3,233	1,458	6,671	13,134	7,520
Corporate	(10,475)	(14,644)	(15,850)	(14,968)	(13,422)	(14,701)	(14,352)	(57,443)	(55,637)
Total	\$ 75,157	\$108,679	\$141,142	\$108,095	\$141,432	\$134,588	\$159,961	\$544,076	\$598,303

Reconciliation of Adjusted EBITDA to operating income to net earnings (loss) attributable to IAC shareholders:

	2015			2014					2013
	Q1	Q2	Q3	Q1	Q2	Q3	Q4	YTD	YTD
	(Unaudited; in thousands)								
Adjusted EBITDA	\$ 75,157	\$ 108,679	\$ 141,142	\$ 108,095	\$ 141,432	\$ 134,588	\$ 159,961	\$ 544,076	\$ 598,303
Stock-based compensation expense	(18,911)	(25,949)	(27,009)	(9,613)	(16,552)	(17,332)	(16,137)	(59,634)	(53,005)
Depreciation	(15,568)	(15,500)	(15,625)	(14,818)	(15,257)	(14,133)	(16,948)	(61,156)	(58,909)
Amortization of intangibles	(12,555)	(14,411)	(12,338)	(11,979)	(13,406)	(16,451)	(16,090)	(57,926)	(59,843)
Acquisition-related contingent consideration fair value adjustments	6,996	9,950	960	27	(527)	14,281	(414)	13,367	(343)
Operating income	35,119	62,769	87,130	71,712	95,690	100,953	110,372	378,727	426,203
Equity in (losses) income of unconsolidated affiliates	(283)	(193)	398	(1,935)	(6,850)	(612)	(300)	(9,697)	(6,615)
Interest expense	(14,064)	(15,214)	(15,992)	(14,064)	(14,046)	(14,009)	(14,195)	(56,314)	(33,596)
Other income (expense), net	7,271	(1,445)	34,000	(23)	(62,900)	4,113	16,023	(42,787)	30,309
Earnings from continuing operations before income taxes	28,043	45,917	105,536	55,690	11,894	90,445	111,900	269,929	416,301
Income tax (provision) benefit	(6,180)	11,968	(40,510)	(21,385)	(29,889)	59,816	(43,914)	(35,372)	(134,502)
Earnings (loss) from continuing operations	21,863	57,885	65,026	34,305	(17,995)	150,261	67,986	234,557	281,799
Earnings (loss) from discontinued operations, net of tax	125	(153)	17	(814)	(868)	175,730	625	174,673	1,926
Net earnings (loss)	21,988	57,732	65,043	33,491	(18,863)	325,991	68,611	409,230	283,725
Net loss attributable to noncontrolling interests	4,417	1,573	568	2,394	867	821	1,561	5,643	2,059
Net earnings (loss) attributable to IAC shareholders	<u>\$ 26,405</u>	<u>\$ 59,305</u>	<u>\$ 65,611</u>	<u>\$ 35,885</u>	<u>\$ (17,996)</u>	<u>\$ 326,812</u>	<u>\$ 70,172</u>	<u>\$ 414,873</u>	<u>\$ 285,784</u>

The Company's primary financial measure is Adjusted EBITDA, which is defined as operating income excluding: (1) stock-based compensation expense; (2) depreciation; and (3) acquisition-related items consisting of (i) amortization of intangible assets and impairments of goodwill and intangible assets and (ii) gains and losses recognized on changes in the fair value of contingent consideration arrangements. The Company believes this measure is useful for analysts and investors as this measure allows a more meaningful comparison between our performance and that of our competitors. Moreover, our management uses this measure internally to evaluate the performance of our business as a whole and our individual business segments. The above items are excluded from our Adjusted EBITDA measure because these items are non-cash in nature, and we believe that by excluding these items, Adjusted EBITDA corresponds more closely to the cash operating income generated from our business, from which capital investments are made and debt is serviced. Adjusted EBITDA has certain limitations in that it does not take into account the impact to IAC's statement of operations of certain expenses. The information presented above should be read in conjunction with IAC's historical consolidated financial statements and notes thereto found on the U.S. Securities and Exchange Commission's website at <http://www.sec.gov>.