Edgar Filing: IAC/INTERACTIVECORP - Form 4

IAC/INTERACTIVECORP

Form 4

February 16, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

OMB APPROVAL

3235-0287

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

response...

Estimated average burden hours per 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *_ LEVIN JOSEPH			2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) C/O IAC/INTERA WEST 18TH		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2017	_X_ Director 10% Owner _X_ Officer (give title Other (specify below)		
NEW YORK,	(Street) NY 10011		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	le I - Non-D	Derivative Sec	curities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	·	osed of (D) nd 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.001 (1)	02/14/2017		Code V M(1)	Amount (33,333 A	(D) Price A \$0	57,822	D	
Common Stock, par value \$0.001 (2)	02/14/2017		F(2)	18,616 Г	\$ 76.82	39,206	D	

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

Edgar Filing: IAC/INTERACTIVECORP - Form 4

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 control number.

SEC 1474 (9-02)

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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title an Underlyin (Instr. 3 an
					(1)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units (3)	\$ 0	02/14/2017		Code V M	(A)	(D) 33,333	02/14/2017(3)	02/10/2019(3)	Commo Stock, p value \$0.001
Options to Purchase Common Stock	\$ 76	02/14/2017		A	300,000		02/14/2018(4)	02/14/2027(4)	Commo Stock, p value \$0.001

Reporting Owners

Reporting Owner Name / Address	Relationships						
·F···· & ·····	Director	10% Owner	Officer	Other			
LEVIN JOSEPH C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET NEW YORK, NY 10011	X		Chief Executive Officer				

Signatures

Tanya Stanich as Attorney-in-Fact for Joseph Levin 02/16/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Represents shares of IAC common stock acquired upon the vesting of restricted stock units (see footnote 3 below).
- (2) Represents shares of IAC common stock withheld to cover the payment of taxes due in connection with the vesting of restricted stock units (see footnote 3 below).
- (3) Represents the first tranche of restricted stock units that vest in equal installments over three years, subject to continued service and the satisfaction of certain performance goals.

Reporting Owners 2

Edgar Filing: IAC/INTERACTIVECORP - Form 4

(4) Represents stock options that vest in equal installments (25%) over four years on the anniversary of the grant date, subject to continued service

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.