IAC/INTERACTIVECORP

Form 4 April 01, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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).

C/O

(Print or Type Responses)

1. Name and Address of Reporting Person * Kip Jeffrey W

2. Issuer Name and Ticker or Trading Symbol

IAC/INTERACTIVECORP [IACI]

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) Director

10% Owner X_ Officer (give title Other (specify below) below)

(Check all applicable)

CFO

IAC/INTERACTIVECORP, 555 WEST 18TH STREET

> (Street) 4. If Amendment, Date Original

03/28/2014

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

NEW YORK, NY 10011

(City)

(Instr. 3)

1. Title of 2. Transaction Date 2A. Deemed Security

(State)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned (I) Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative

6. Date Exercisable and Expiration Date

7. Title and A Underlying Se

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5	(Month/Day/Year)		(Instr. 3 and 4)
				Code V	(A) (D) Date Exercisable	Expiration Date	Title
Options to Purchase Common Stock (1)	\$ 71.55	03/28/2014		A	1,250,000	02/11/2015(1)	03/28/2024(1)	Common Stock, par value \$0.001

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kip Jeffrey W C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET NEW YORK, NY 10011

CFO

Signatures

Tanya M. Stanich as Attorney-in-Fact for Jeffrey W. Kip

04/01/2014

**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 stock options granted pursuant to the Company's 2005 Stock and Annual Incentive Plan, which vest in equal installments over four years on each of February 11, 2015, 2016, 2017 and 2018.

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.

Reporting Owners 2