

IAC/INTERACTIVECORP
Form 4
June 28, 2016

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZANNINO RICHARD F

(Last) (First) (Middle)

C/O CCMP CAPITAL ADVISORS, LLC, 245 PARK AVENUE, 16TH FLOOR

(Street)

NEW YORK, NY 10167

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IAC/INTERACTIVECORP [IACI]

3. Date of Earliest Transaction (Month/Day/Year)
06/24/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.001 ⁽¹⁾	06/24/2016		M ⁽¹⁾		1,078	A	\$ 0
					46,039		
Common Stock, par value \$0.001 ⁽¹⁾	06/26/2016		M ⁽¹⁾		1,763	A	\$ 0
					47,802		

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

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(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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Restricted Stock Units ⁽²⁾	\$ 0	06/24/2016		M ⁽²⁾	1,078	06/24/2016 ⁽²⁾ 06/24/2018 ⁽²⁾	Common Stock, par value \$0.001
Restricted Stock Units ⁽³⁾	\$ 0	06/26/2016		M ⁽³⁾	1,763	06/26/2014 ⁽³⁾ 06/26/2016 ⁽³⁾	Common Stock, par value \$0.001

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ZANNINO RICHARD F
C/O CCMP CAPITAL ADVISORS, LLC
245 PARK AVENUE, 16TH FLOOR
NEW YORK, NY 10167

X

Signatures

Tanya M. Stanich as Attorney-in-Fact for Richard F. Zannino

06/28/2016

**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 footnotes 2 and 3 below).

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- (2) Represents restricted stock units that vest in three equal installments on the anniversary of the grant date (June 24, 2015).
- (3) Represents restricted stock units that vest in three equal installments on the anniversary of the grant date (June 26, 2013).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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