

WINIARSKI GREGG

Form 4

November 30, 2017

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WINIARSKI GREGG**

(Last) (First) (Middle)

**C/O  
IAC/INTERACTIVECORP, 555  
WEST 18TH STREET**

(Street)

**NEW YORK, NY 10011**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**IAC/INTERACTIVECORP [IAC]**

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

**11/28/2017**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Officer (EVP and GC)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3)                   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|---|---|---|--|---|--|
| Common<br>Stock, par<br>value<br>\$0.001 <sup>(1)</sup> | 11/28/2017                              |   | M <sup>(1)</sup>                        | 50,000  | A \$ 21.6 76,517   | D   |  |
| Common<br>Stock, par<br>value<br>\$0.001 <sup>(1)</sup> | 11/28/2017                              |   | M <sup>(1)</sup>                        | 200,000   | A \$ 30.9 276,517  | D   |  |
| Common<br>Stock, par<br>value                           | 11/28/2017                              |   | F <sup>(2)</sup>                        | 155,175   | D \$ 133.94 121,342  | D   |  |

\$0.001 <sup>(2)</sup>

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

**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<br>Derivative<br>Security<br>(Instr. 3)                                  | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. An<br>Nu<br>Sh |
|--|--|---|---|--------------------------------------|---|--|--|-------------------|
| Options<br>to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$0.001 <sup>(3)</sup> | \$ 21.6  | 11/28/2017                              |   | M                                    | 50,000  | 02/16/2011 <sup>(3)</sup> 02/16/2020 <sup>(3)</sup>            | Common<br>Stock, par<br>value<br>\$0.001                       | 5                 |
| Options<br>to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$0.001 <sup>(3)</sup> | \$ 30.9  | 11/28/2017                              |   | M                                    | 200,000   | 03/30/2012 <sup>(3)</sup> 03/30/2021 <sup>(3)</sup>            | Common<br>Stock, par<br>value<br>\$0.001                       | 20                |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| WINIARSKI GREGG<br>C/O IAC/INTERACTIVECORP<br>555 WEST 18TH STREET<br>NEW YORK, NY 10011 |               |           | Officer (EVP and GC) |       |

## Signatures

Tanya M. Stanich as Attorney-in-Fact for Gregg  
Winiarski

11/30/2017

\_\_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 exercise of stock options (see footnote 3).
- (2) Represents shares of IAC Common Stock withheld to cover the payment of the exercise price and taxes due in connection with the exercise of stock options (see footnote 3).
- (3) Represents fully vested stock options.

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.