Lourd Bryan Form 4 June 19, 2012

FORM 4

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

OMB APPROVAL

Number:

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January 31, 2005

0.5

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response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Lourd Bryan

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

IAC/INTERACTIVECORP [IACI]

5. Relationship of Reporting Person(s) to Issuer

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

X_ Director

10% Owner

9830 WILSHIRE BLVD

(Month/Day/Year)

06/15/2012

Officer (give title

Other (specify

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

(Check all applicable)

Form filed by More than One Reporting

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

below)

Filed(Month/Day/Year)

Person

BEVERLY HILLS, CA 90212-1825 (State)

							1	,	-, -,
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	f TransactionAcquired (A) or			ſ	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D))	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5	5)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(A)		Reported		
					(A)		Transaction(s)		
			C-J- V	A	or	D	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			

Common

(City)

Stock, par 06/15/2012 $M^{(1)}$ 8.663 Α \$0 47,723 D value

\$0.001 (1)

Common Stock, par 06/16/2012 $\mathbf{M}^{(1)}$ 2,393 50,116 (2) D Α \$0 value

\$0.001 (1)

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

SEC 1474 (9-02)

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displays a currently valid OMB control

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. Transactio Code (Instr. 8)	5. Nur onof Der Securi Acqui (A) or Dispo (D) (Instr. and 5)	rivative ities ared seed of 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Restricted Stock Units (1)	\$ 0	06/15/2012		M <u>(1)</u>		5,116	06/15/2010(3)	06/15/2012(3)	Common Stock, par value \$0.001	5,1
Restricted Stock Units (1)	\$ 0	06/15/2012		M <u>(1)</u>		3,547	06/15/2011(4)	06/15/2013(4)	Common Stock, par value \$0.001	3,5
Restricted Stock Units (1)	\$ 0	06/16/2012		M <u>(1)</u>		2,393	06/16/2012(5)	06/16/2014(5)	Common Stock, par value \$0.001	2,3

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 9	Director	10% Owner	Officer	Other			
Lourd Bryan 9830 WILSHIRE BLVD BEVERLY HILLS, CA 90212-1825	X						

Signatures

Tanya M. Stanich as Attorney-in-Fact for Bryan Lourd 06/19/2012

**Signature of Reporting Person Date

Reporting Owners 2

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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 3, 4 and 5 below).
- (2) Includes (i) 33,429 shares of IAC Common Stock held directly by the reporting person and (ii) 16,687 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of the filing of this report.
- (3) The terms of this award provide for vesting in three equal installments on the anniversary of the grant date, June 15, 2009.
- (4) The terms of this award provide for vesting in three equal installments on the anniversary of the grant date, June 15, 2010.
- (5) The terms of this award provide for vesting in three equal installments on the anniversary of the grant date, June 16, 2011.

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.