Hanson Greg Form 3 April 30, 2009

## FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event 3. Issuer Name and Ticker or Trading Symbol Person \* Requiring Statement Tree.com, Inc. [TREE] A Hanson Greg (Month/Day/Year) 04/28/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 11115 RUSHMORE DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner \_X\_ Form filed by One Reporting \_X\_ Officer \_ Other Person CHARLOTTE, NCÂ 28277 (give title below) (specify below) Form filed by More than One SVP/GM Reporting Person Tree.com/RealEstate.com

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4) 3.
Ownership
Form:
Direct (D)

(I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5)
Direct (D)
or Indirect

Common Stock 14 D Â

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

SEC 1473 (7-02)

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#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative 3. Title and Amount of 4. 5. 6. Nature of 2. Date Exercisable and Expiration Indirect Beneficial Security Securities Underlying Conversion Ownership Date (Month/Day/Year) (Instr. 4) **Derivative Security** Form of or Exercise Ownership Derivative (Instr. 5) (Instr. 4) Price of Derivative Security: Date Exercisable Expiration Date Title Amount or Security Direct (D) Number of or Indirect

#### Edgar Filing: Hanson Greg - Form 3

				Shares		(I) (Instr. 5)	
Restricted Stock Units	02/16/2010(1)	02/16/2010(1)	Common Stock	510	\$ 0	D	Â
Restricted Stock Units	02/16/2010(2)	02/16/2012(2)	Common Stock	2,681	\$ 0	D	Â
Options to Purchase Common Stock	01/31/2009(3)	01/31/2018(3)	Common Stock	4,000	\$ 7.46	D	Â
Restricted Stock Units	02/17/2011(4)	02/17/2011(4)	Common Stock	1,250	\$ 0	D	Â
Restricted Stock Units	02/17/2010(5)	02/17/2013(5)	Common Stock	5,000	\$ 0	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b></b>	Director	10% Owner	Officer	Other		
Hanson Greg 11115 RUSHMORE DRIVE CHARLOTTE, NC 28277	Â	Â	SVP/GM Tree.com/RealEstate.com	Â		
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# **Signatures**

/s/ Jacqueline Jones as Attorney-in-Fact for Greg
Hanson
04/30/2009

\*\*Signature of Reporting Person

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

Date

- (1) These restricted stock units vest in full on February 16, 2010.
- (2) These restricted stock units vest in three equal annual installments beginning on February 16, 2010.
- (3) This stock option vests in four equal annual installments beginning on January 31, 2009.
- (4) These restricted stock units vest in full on February 17, 2011.
- (5) These restricted stock units vest in four equal annual installments beginning on February 17, 2010.

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.

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