IAC/INTERACTIVECORP

Form 4 April 03, 2007

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Section 16.
Form 4 or
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

2. Issuer Name and Ticker or Trading

Symbol

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

 $10,000 \frac{(3)}{}$

I

1(b).

value

\$0.001

(Print or Type Responses)

RATTNER STEVEN

1. Name and Address of Reporting Person *

			5)	y 111001								
			IA	IAC/INTERACTIVECORP [IACI]				IACI]	(Check all applicable)			
	(Last)	(First) (Transaction	1			**	,	
375 PARK AVE. 14TH FL.				(Month/Day/Year)					_X_ Director 10% Owner Officer (give title Other (specify			
	SISTAKK	AVE. 14111 FL.	0.	03/31/2007				below)	outer (speem)			
(Street) 4. I			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person						
	NEW YOR	K, NY 10152						Form filed by More than One Reporting Person				
	(City)	(State)	(Zip)	Table	I - Non-	Derivativ	e Secu	ırities Ac	quired, Disposed	of, or Benefic	cially Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Year) (I	Transaction Code Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
	Common Stock, par value \$0.001 (1)	03/31/2007		A	A (1)	364	A	\$ 37.71	11,351 (2)	D		
	Common Stock, par value \$0.001								10,532 (3)	I	By partnerships	
	Common Stock, par								10 000 (3)	ī	By trust for	

minor

children

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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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	int of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	1
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						1
	·				(A) or						1
					Disposed						,
					of (D)						,
					(Instr. 3,						
					4, and 5)						
					, ,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						LACICISABIC	Dute		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

RATTNER STEVEN
375 PARK AVE. 14TH FL. X
NEW YORK, NY 10152

Signatures

Joanne Hawkins as Attorney-in-Fact for Steven
Rattner
04/03/2007

**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 share units accrued under the Non-Employee Director Deferred Compensation plan as of March 31, 2007.
- (2) Includes (i) 5,752 shares of IAC Common Stock held directly by the reporting person and (ii) 5,599 share units accrued under the Non-Employee Director Deferred Compensation Plan as of March 31, 2007.

Pursuant to Exchange Act Rule 16a-1(a)(2)(ii)(B), the reporting person may be deemed to be the beneficial owner of the securities reported herein only to the extent of his pecuniary interest therein. Pursuant to Exchange Act Rule 16a-1(a)(4), this filing shall not be deemed an admission that the reporting person is, for any purpose, the beneficial owner of any securities reported herein in excess of such amount.

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

Reporting Owners 2

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SEC 1474

(9-02)

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