IAC/INTERACTIVECORP

Form 4 July 21, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

DILLER BARRY

(Middle) (Last) (First)

(State)

(Month/Day/Year)

152 W. 57TH ST

(City)

1. Title of

Security

(Instr. 3)

(Street)

NEW YORK, NY 10019

2. Issuer Name and Ticker or Trading

Symbol

IAC/INTERACTIVECORP [IACI] 3. Date of Earliest Transaction

(Month/Day/Year) 07/19/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

2. Transaction Date 2A. Deemed 3. 4. Securities Execution Date, if TransactionAcquired (A) or Code

(Month/Day/Year) (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

(A)

Code V Amount (D) Price

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

information contained in this form are not

number.

Persons who respond to the collection of SEC 1474 (9-02)required to respond unless the form 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 Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and Expiration (Month/Day/Year)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

(D) or Indirect Beneficial

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

(I)

(Instr. 4)

(Check all applicable)

below) **CEO**

10% Owner

Other (specify

7. Nature of

Ownership

(Instr. 4)

Indirect

Issuer

below)

Person

5. Amount of

Securities

Owned

Beneficially

Following

Reported

Transaction(s) (Instr. 3 and 4)

_X__ Director

Applicable Line)

X_ Officer (give title

Estimated average

burden hours per

7. Title and A Underlying Se (Instr. 3 and 4

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Options to Purchase Common Stock	\$ 32.03	07/19/2005		A	4,800,000		06/07/2010(1)	06/07/2015(1)	Common Stock
Options to Purchase Common Stock	\$ 43.12	07/19/2005		A	2,800,000		06/07/2010(1)	06/07/2015(1)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DILLER BARRY 152 W. 57TH ST NEW YORK, NY 10019	X		CEO			

Signatures

Barry Diller 07/21/2005

**Signature of 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).
- Represents options granted pursuant to the Company's 2005 Stock and Annual Incentive Plan, which (i) vest in one lump installment on (1) the fifth anniversary of the grant date and (ii) expire on the tenth anniversary of the grant date. These grants were subject to shareholder approval of the Company's 2005 Stock and Annual Incentive Plan, which was obtained on July 19, 2005.

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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