Schwerdtman Michael H Form 4 July 31, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

1(b).

\$0.001

(Print or Type Responses)

may continue.

See Instruction

1. Name and A	Person *	2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]				·6	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O IAC/INTER WEST 18T	RACTIVECORP,	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/30/2012					Director 10% Owner Sylvantial of the controller		
NEW YOR	(Street) K, NY 10011			endment, Da nth/Day/Year	_			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by N Person		rson
(City)	(State)	(Zip)	Tabl	e I - Non-I	erivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	Securities Ownership Indirect Beneficially Form: Direct Beneficially Owned (D) or Owner Following Indirect (I) (Instr. 4) Transaction(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.001 (1)	07/30/2012			Code V M(1)	Amount 12,500	(D)	Price \$ 30.9	(Instr. 3 and 4) 13,165	D	
Common Stock, par value	07/30/2012			S	12,500	D	\$ 53.05	665	D	

(2)

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

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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 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. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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 S
Options to purchase Common Stock, par value \$0.001 (3)	\$ 30.9	07/30/2012		M	12,500	02/15/2012(3)	03/30/2021(3)	Common Stock, par value \$0.001	12,

Reporting Owners

Reporting Owner Name / Address		Relationships	
	 1000	0.00	

Director 10% Owner Officer Other

Schwerdtman Michael H C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET NEW YORK, NY 10011

SVP & Controller

Signatures

Tanya M. Stanich as Attorney-in-Fact for Michael H. Schwerdtman

07/31/2012

**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 below).
- The price reflects a weighted average of sales made at prices ranging from \$53.03 to \$53.09. The reporting person agrees to provide upon request by the Staff of the Securities and Exchange Commission, IAC/InterActiveCorp, or a security holder of IAC/InterActiveCorp, information regarding the number of shares sold at each separate price.

Reporting Owners 2

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(3) Represents stock options that vested/vest in four equal annual installments (25%) on February 15, 2012, February 15, 2013, February 15, 2014 and February 15, 2015.

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