#### IAC/INTERACTIVECORP

Form 4

October 02, 2018

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### Check this box if no longer subject to Section 16. Form 4 or

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

**OMB APPROVAL** 

3235-0287

January 31,

**OMB** 

Number:

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person
IAC/INTERACTIVECORP

(Middle)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Match Group, Inc. [MTCH]

(Check all applicable)

(Last) (First)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

Director Officer (give title

\_X\_\_ 10% Owner \_ Other (specify

555 WEST 18TH STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

09/30/2018

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

#### NEW YORK, NY 10011

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock, par value \$0.001 (1)	09/30/2018		J <u>(1)</u>	826	A	\$ 35.23	15,139,133	D			
Common Stock, par value \$0.001 (1)	09/30/2018		<u>J(1)</u>	1,253	A	\$ 37.88	15,140,386	D			
Common Stock, par value \$0.001 (1)	09/30/2018		<u>J(1)</u>	5,457	A	\$ 38.86 (2)	15,145,843	D			

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Common Stock, par value \$0.001 (1)	09/30/2018	<u>J(1)</u>	3,729	A	\$ 45.6	15,149,572	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	28,493	A	\$ 46.91	15,178,065	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	87,239	A	\$ 48.48 (3)	15,265,304	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	41,177	A	\$ 50.03	15,306,481	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	35,195	A	\$ 50.53 (5)	15,341,676	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	38,938	A	\$ 50.83 (6)	15,380,614	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	4,416	A	\$ 55.82 (7)	15,385,030	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	11,020	A	\$ 57.89 (8)	15,396,050	D
Common Stock, par value \$0.001 (1)	09/30/2018	J <u>(1)</u>	1,451	A	\$ 59.25	15,397,501	D

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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					, ,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacicisable	Date		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b>F-</b>	Director	10% Owner	Officer	Other				
IAC/INTERACTIVECORP								
555 WEST 18TH STREET		X						
NEW YORK, NY 10011								

## **Signatures**

Tanya M. Stanich, Assistant Secretary 10/02/2018

\*\*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).
- Represents shares of common stock of Match Group, Inc. ("MTCH") issued to/acquired by IAC/InterActiveCorp ("IAC") as reimbursement for shares of IAC common stock issued in connection with: (i) the settlement of MTCH equity awards formerly denominated in shares of a MTCH subsidiary and (ii) the exercise of IAC stock options, in each case, held by MTCH employees pursuant to the Employee Matters Agreement, dated November 24, 2015, between IAC and MTCH, as amended effective as of April 13, 2016.
- The price reflects a weighted average issuance price ranging from \$38.38 to \$39.31. The reporting person agrees to provide, upon request (2) by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.
- The price reflects a weighted average issuance price ranging from \$48.24 to \$48.45. The reporting person agrees to provide, upon request (3) by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.
- The price reflects a weighted average issuance price ranging from \$49.45 to \$50.42. The reporting person agrees to provide, upon request (4) by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.
- The price reflects a weighted average issuance price ranging from \$50.53 to \$50.82. The reporting person agrees to provide, upon request (5) by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.
- (6) The price reflects a weighted average issuance price ranging from \$50.83 to \$51.38. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of

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shares issued at each separate price.

- The price reflects a weighted average issuance price ranging from \$55.38 to \$56.05. The reporting person agrees to provide, upon request (7) by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.
- The price reflects a weighted average issuance price ranging from \$57.33 to \$58.09. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, MTCH or a security holder of MTCH, information regarding the number of shares issued at each separate price.

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.