BRONFMAN EDGAR JR

Form 4 June 16, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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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).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * BRONFMAN EDGAR JR			2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]						5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction (Check all applicable)					le)					
75 ROCKEFELLER PLAZA, 30TH FLOOR			(Month/Day/Year) 06/13/2009					_X_ Director 10% Owner Officer (give title below) Other (specify below)					
	(Street)		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check							
			Filed(Month/Day/Year) Applicable Line)										
NEW YORI	NEW YORK, NY 10019								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	Securi	ties Ac	Acquired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3) Common Stock, par value	2. Transaction Date (Month/Day/Year) 06/13/2009	Executi any	emed on Date, if /Day/Year)	Code (Instr. 8	3)	4. Securi on Acquired Disposed (Instr. 3, Amount 2,865	l (A) o l 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)		
\$0.001 (1) Common Stock, par value									5,375	I	By IRA		
\$0.001 Common Stock, par value \$0.001									2,125 (3)	I	As custodian for minor children		

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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. Transactio Code (Instr. 8)	5. Number of torDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units (4)	\$ 0	06/13/2009		M		2,865	06/13/2008(4)	06/13/2010(4)	Common Stock, par value \$0.001
Restricted Stock Units (5)	\$ 0	06/15/2009		A	15,346		06/15/2010(5)	06/15/2012(5)	Common Stock, par value \$0.001

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
BRONFMAN EDGAR JR 75 ROCKEFELLER PLAZA 30TH FLOOR NEW YORK, NY 10019	X						

Signatures

Joanne Hawkins as Attorney-in-Fact for Edgar
Bronfman Jr.

06/16/2009

**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 vesting of restricted stock units (see footnote 4 below).
- (2) Includes (i) 15,243 shares of IAC Common Stock held directly by the reporting person and (ii) 12,786 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.

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- (3) The reporting person disclaims beneficial ownership of these shares of IAC Common Stock.
- (4) The terms of the initial award provide for vesting in three equal installments on the anniversary of the grant date, June 13, 2007.
- (5) Reflects a grant of restricted stock units pursuant to the Company's 2008 Stock & Annual Incentive Plan, which grant vests in equal installments over three years on the anniversary of the grant date, June 15, 2009.

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.