#### BRONFMAN EDGAR JR

Form 4 July 22, 2008

### FORM 4

### **OMB APPROVAL**

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

OMB Number:

3235-0287

0.5

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations

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

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BRONFMAN EDGAR JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (	Middle)	3. Date of Earliest Transaction				(Check all applicable)			
75 ROCKEFELLER PLAZA, 30TH FLOOR			(Month/Day/Year) 07/19/2008					X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
NEW YORK, NY 10019			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ally Owned
1.Title of Security (Instr. 3)  Common Stock, par value	2. Transaction Dat (Month/Day/Year)	) Execution	emed on Date, if /Day/Year)	Code (Instr. 8)	4. SecurionAcquirect Disposed (Instr. 3, Amount 2,251	d (A) or d of (D) 4 and (A) or	)	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								10,750	I	By IRA
\$0.001 Common Stock, par value \$0.001								4,250 <u>(3)</u>	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.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 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)	Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Restricted Stock Units (4)	\$ 0	07/19/2008		M	2,251	07/19/2006(4)	07/19/2008(4)	Common Stock	2,2

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	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 07/22/2008 Bronfman Jr.

> \*\*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).
- Includes (i) 24,756 shares of IAC Common Stock held directly by the reporting person and (ii) 9,324 share units accrued under the Non-Employee Director Deferred Compensation Plan as of the date of this report.
- The reporting person disclaims beneficial ownership of these shares of IAC Common Stock.
- (4) The terms of the initial award provide for vesting in equal installments on the anniversary of the grant date, July 19, 2005.

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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.