BRONFMAN EDGAR JR

Form 4 June 23, 2009

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * BRONFMAN EDGAR JR			2. Issuer Name and 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) 06/20/2009						_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) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
NEW YORK, NY 10019											
(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 Date (Month/Day/Year) 06/20/2009	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 \$0.001									5,375	I	By IRA
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. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securit (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Restricted Stock Units (4)	\$ 0	06/20/2009		M	2,865	06/20/2007(4)	06/20/2009(4)	Common Stock, par value \$0.001	2,8

Reporting Owners

Reporting Owner Name / Address	Relationships					
r g	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.

06/23/2009

**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) 18,108 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.

(3) The reporting person disclaims beneficial ownership of these shares of IAC Common Stock.

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(4) The terms of the initial award provide for vesting in three equal installments on the anniversary of the grant date, June 20, 2006. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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 displacements a currently valid OMB number.					