

WINIARSKI GREGG  
Form 3  
June 26, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person * ^ WINIARSKI GREGG (Last) (First) (Middle)</p> <p>C/O IAC/INTERACTIVECORP, ^ 555 WEST 18TH STREET (Street)</p> <p>NEW YORK, ^ NY ^ 10011 (City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement (Month/Day/Year) 06/17/2009</p>	<p>3. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP &amp; General Counsel</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.001	6,630	D	^

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Options to Purchase Common Stock	01/31/2009 <sup>(1)</sup>	01/31/2018 <sup>(1)</sup>	Common Stock, par value \$0.001	45,833	\$ 20.05	D	Â
Options to Purchase Common Stock	12/17/2009 <sup>(2)</sup>	12/17/2018 <sup>(2)</sup>	Common Stock, par value \$0.001	75,000	\$ 16.28	D	Â
Options to Purchase Common Stock	04/20/2010 <sup>(3)</sup>	04/20/2019 <sup>(3)</sup>	Common Stock, par value \$0.001	50,000	\$ 16.19	D	Â
Restricted Stock Units	02/06/2007 <sup>(4)</sup>	02/06/2011 <sup>(4)</sup>	Common Stock, par value \$0.001	3,295	\$ 0	D	Â
Restricted Stock Units	02/16/2008 <sup>(5)</sup>	02/16/2012 <sup>(5)</sup>	Common Stock, par value \$0.001	2,158	\$ 0	D	Â
Restricted Stock Units	02/16/2010 <sup>(6)</sup>	02/16/2010 <sup>(6)</sup>	Common Stock, par value \$0.001	4,554	\$ 0	D	Â
Restricted Stock Units	01/31/2011 <sup>(7)</sup>	01/31/2011 <sup>(7)</sup>	Common Stock, par value \$0.001	13,750	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WINIARSKI GREGG C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET NEW YORK, NY 10011	Â	Â	Â SVP & General Counsel	Â

## Signatures

Tanya M. Stanich as Attorney-in-Fact for Gregg Winiarski 06/26/2009

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) The terms of this award provide for vesting in equal installments on January 31, 2009, January 31, 2010, January 31, 2011 and January 31, 2012.
- (2) The terms of this award provide for vesting in equal installments on December 17, 2009, December 17, 2010, December 17, 2011 and December 17, 2012.
- (3) The terms of this award provide for vesting in equal installments on April 20, 2010, April 20, 2011, April 20, 2012 and April 20, 2013.
- (4) The terms of this award provide for the vesting of the balance of this award outstanding as of the date of this report in equal installments on February 6, 2010 and February 6, 2011.
- (5) The terms of this award provide for the vesting of the balance of this award outstanding as of the date of this report in equal installments on February 16, 2010, February 16, 2011 and February 16, 2012.
- (6) The terms of this award provide for vesting in one lump sum installment on February 16, 2010.
- (7) The terms of this award provide for vesting in one lump sum installment on January 31, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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