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IAC/INTERACTIVECORP

Reported by

BRONFMAN EDGAR JR

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/03/12 for the Period Ending 03/31/12

Address	152 WEST 57TH ST 42ND FLOOR NEW YORK, NY 10019
Telephone	2123147300
CIK	0000891103
Symbol	IACI
SIC Code	5990 - Retail Stores, Not Elsewhere Classified
Industry	Computer Services
Sector	Technology
Fiscal Year	12/01

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
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STATEMENT OF CHANGES IN 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BRONFMAN EDGAR JR (Last) (First) (Middle)	**IAC/INTERACTIVECORP [IACI]**	__ **X** __ Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
C/O IAC/INTERACTIVECORP, 555 WEST 18TH STREET (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **3/31/2012**	
NEW YORK, NY 10011 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.001 (1)	**3/31/2012**		**A** (1)		**255**	**A**	**$49.09**	**61814** (2)	**D**	
Common Stock, par value $0.001								**5375**	**I**	**By IRA**
Common Stock, par value $0.001								**2125** (3)	**I**	**As custodian for minor children**

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Represents share units accrued under the Non-Employee Director Deferred Compensation Plan as of March 31, 2012.

(2) Includes (i) 43,344 shares of IAC Common Stock held directly by the reporting person and (ii) 18,470 share units accrued under the Non-Employee Director Deferred Compensation Plan as of March 31, 2012.

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRONFMAN EDGAR JR **C/O IAC/INTERACTIVECORP**				

555 WEST 18TH STREET NEW YORK, NY 10011	**X**			

Signatures

Joanne Hawkins as Attorney-in-Fact for Edgar Bronfman Jr. **4/3/2012**

** Signature of Reporting Person — Date

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

***** 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).

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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