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IAC/INTERACTIVECORP

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

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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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*** Exercise Your *Right* to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on June 20, 2012.

IAC/INTERACTIVECORP

IACINTERACTIVECORP
555 WEST 18TH STREET
NEW YORK, NY 10011

M46849-P26620

Meeting Information

Meeting Type: Annual Meeting
For holders as of: April 26, 2012
Date: June 20, 2012 **Time:** 9:00 a.m.
Location: IAC/InterActiveCorp
555 West 18th Street
New York, New York 10011

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at *www.proxyvote.com* or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT ANNUAL REPORT

How to View Online:
Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX (located on the following page) and visit: *www.proxyvote.com*.

How to Request and Receive a PAPER or E-MAIL Copy:
If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

1) *BY INTERNET*: www.proxyvote.com
2) *BY TELEPHONE*: 1-800-579-1639
3) *BY E-MAIL**: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before June 6, 2012 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

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Voting Items

The Board of Directors recommends that you vote FOR the following:

1. Election of Directors

   Nominees:

01) Gregory R. Blatt	08) Donald R. Keough*
02) Edgar Bronfman, Jr.	09) Bryan Lourd*
03) Chelsea Clinton	10) Arthur C. Martinez
04) Sonali De Rycker	11) David Rosenblatt
05) Barry Diller	12) Alan G. Spoon*
06) Michael D. Eisner	13) Alexander von Furstenberg
07) Victor A. Kaufman	14) Richard F. Zannino*

The Board of Directors recommends that you vote FOR the following proposal:

2. Ratification of the appointment of Ernst & Young LLP as IAC's independent registered public accounting firm for 2012.

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

*To be voted upon by the holders of Common Stock voting as a separate class.

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