

# LENDINGTREE, INC.

Reported by  
**OZONIAN STEVEN**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/16/17 for the Period Ending 06/10/17

Address	11115 RUSHMORE DRIVE CHARLOTTE, NC 28277
Telephone	704-943-8942
CIK	0001434621
Symbol	TREE
SIC Code	6163 - Loan Brokers
Industry	Consumer Lending
Sector	Financials
Fiscal Year	12/31

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>OZONIAN STEVEN</b>  (Last) (First) (Middle)  <b>11115 RUSHMORE DR.</b>  (Street)  <b>CHARLOTTE, NC 28277</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>LendingTree, Inc. [ TREE ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below)
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>6/10/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**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	6/10/2017		M		312	A	\$0	13958	D	
Common Stock	6/15/2017		M		271	A	\$0	14229	D	

**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					
Restricted Stock Units	\$0	6/10/2017		M		312		(1)	(1)	Common Stock	\$0	0	D	
Restricted Stock Units	\$0	6/14/2017		A		241		(2)	(2)	Common Stock	\$0	241	D	
Options to Purchase Common Stock	\$166.8	6/14/2017		A		241		(3)	6/14/2027	Common Stock	\$0	241	D	
Restricted Stock Units	\$0	6/15/2017		M		271		(4)	(4)	Common Stock	\$0	271	D	

**Explanation of Responses:**

- (1) These restricted stock units vest in two equal annual installments beginning on June 10, 2016 in accordance with the terms of the original award agreement.
- (2) These restricted stock units vest in two equal annual installments beginning on June 14, 2018 in accordance with the terms of the original award agreement.
- (3) These options to purchase common stock vest in two equal annual installments beginning on June 14, 2018 in accordance with the terms of the original award agreement.
- (4) These restricted stock units vest in two equal annual installments beginning on June 15, 2017 in accordance with the terms of the original award agreement.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OZONIAN STEVEN 11115 RUSHMORE DR. CHARLOTTE, NC 28277	X			

**Signatures**

/s/ Katharine F. Pierce as Attorney-in-Fact for Steven Ozonian

6/16/2017

\*\* 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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