

KAUFMAN VICTOR
Form 4
August 16, 2005

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 Form 5 obligations may continue. See Instruction 1(b).

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KAUFMAN VICTOR

(Last) (First) (Middle)

C/O
IAC/INTERACTIVECORP, 152 W.
57TH ST

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IAC/INTERACTIVECORP [IACI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/12/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 \$0.01 ⁽¹⁾	08/09/2005		J ⁽¹⁾		52,256	D	\$ 0
Common Stock, par value \$0.001 ⁽¹⁾	08/09/2005		J ⁽¹⁾		26,128	A	\$ 0
Common Stock, par value	08/12/2005		S		26,128	D	\$ 0
							26.573

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\$0.001

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

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(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. Transaction 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 (Month/Day/Year)	7. Title Underlying (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Options to Purchase Common Stock ⁽²⁾	\$ 31	08/09/2005		J ⁽²⁾	350,000	08/09/2005 ⁽³⁾	12/20/2009 ⁽³⁾	Common Stock
Options to Purchase Common Stock ⁽²⁾	\$ 20.69	08/09/2005		J ⁽²⁾	187,500	08/09/2005 ⁽³⁾	12/18/2010 ⁽³⁾	Common Stock
Options to Purchase Common Stock ⁽²⁾	\$ 25.05	08/09/2005		J ⁽²⁾	125,000	08/09/2005 ⁽³⁾	04/25/2011 ⁽³⁾	Common Stock
Options to Purchase Common Stock ⁽²⁾	\$ 26.46	08/09/2005		J ⁽²⁾	168,750	08/09/2005 ⁽³⁾	12/16/2011 ⁽³⁾	Common Stock
Options to Purchase Common Stock ⁽⁴⁾	\$ 26.46	08/09/2005		J ⁽⁴⁾	101,290	12/16/2005 ⁽³⁾⁽⁵⁾	12/16/2011 ⁽³⁾⁽⁵⁾	Common Stock
Restricted Stock Units ⁽⁶⁾	\$ 0	08/09/2005		J ⁽⁶⁾	128,301	02/12/2006 ⁽⁷⁾⁽⁸⁾	02/12/2007 ⁽⁷⁾⁽⁸⁾	Common Stock
Restricted Stock Units ⁽⁶⁾	\$ 0	08/09/2005		J ⁽⁶⁾	64,880	02/04/2006 ⁽⁷⁾⁽⁹⁾	02/04/2009 ⁽⁷⁾⁽⁹⁾	Common Stock

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The terms of the initial grant provide for vesting in equal installments over five years on the anniversary of the grant date, February 4, 2004.

- (10) The terms of the initial grant provide for vesting in equal installments over five years on the anniversary of the grant date, February 10, 2005.

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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