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BRONFMAN EDGAR JR

Form 4

January 03, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

Stock, par

Common

Stock, par

value \$0.001

value \$0.001

(Print or Type Res	sponses)										
1. Name and Add BRONFMAN	2. Issuer Name and Ticker or Trading Symbol IAC/INTERACTIVECORP [IACI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First)	(Middle)	3. Date of E	Earliest Tra	nsaction			(Check all applicable)			
75 ROCKEFE FLOOR	` .	(Month/Day/Year) 12/31/2006					X Director 10% Owner Officer (give title below) Other (specify below)				
	(Street)				e Original		(6. Individual or Joint/Group Filing(Check			
NEW YORK,	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	Table l	Table I - Non-Derivative Securities Acq					uired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Exec	Deemed	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	ot of 6. 7. Nature Ownership Indirect Illy Form: Benefic Direct (D) Owners or Indirect (I) On(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock, par value \$0.001	12/31/2006			A(1)	303	A	\$ 37.16	17,281 <u>(2)</u>	D		
Common											

10,750

 $4,250 \frac{(3)}{2}$

I

I

By IRA

custodian

for minor

children

As

Common

value\$0.001

Stock, par $1,025 \frac{(3)}{}$ I By spouse

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BRONFMAN EDGAR JR 75 ROCKEFELLER PLAZA 30TH FLOOR NEW YORK, NY 10019

X

Signatures

Joanne Hawkins as Attorney-in-Fact for Edgar Bronfman Jr.

01/03/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Represents share units accrued under the Non-Employee Director Deferred Compensation Plan as of December 31, 2006.
- (2) Includes (i) 10,503 shares of IAC Common Stock held directly by the reporting person and (ii) 6,778 share units accrued under the Non-Employee Director Deferred Compensation Plan as of December 31, 2006.

Reporting Owners 2

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.