LEBDA DOUGLAS R Form 4/A

May 14, 2018

FORM 4

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

OMB 3235-0287 Number:

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Addre LEBDA DOUC	*	ng Person *	2. Issuer Name and Ticker or Trading Symbol LendingTree, Inc. [TREE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction	(Check all applicable)			
11115 RUSHMORE DR.			(Month/Day/Year) 05/01/2018	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) Chairman & CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
CHARLOTTE, NC 28277			Filed(Month/Day/Year) 05/03/2018	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Ta	ble I - Non-Do	red, 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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/01/2018		$M_{\underline{(1)(4)}}$	14,750	A	\$ 8.48	534,354	D	
Common Stock	05/01/2018		S <u>(1)</u>	600	D	\$ 235.07	533,754	D	
Common Stock	05/01/2018		S <u>(1)</u>	700	D	\$ 236.07	533,054	D	
Common Stock	05/01/2018		S(1)	401	D	\$ 236.95	532,653	D	
Common Stock	05/01/2018		S <u>(1)</u>	1,000	D	\$ 238.88	531,653	D	

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Common Stock	05/01/2018	S(1)	1,309	D	\$ 240.09	530,344	D	
Common Stock	05/01/2018	S(1)	210	D	\$ 241.05	530,134	D	
Common Stock	05/01/2018	S(1)	400	D	\$ 242.03	529,734	D	
Common Stock	05/01/2018	S(1)	329	D	\$ 243.33	529,405	D	
Common Stock	05/01/2018	S(1)	530	D	\$ 244.4	528,875	D	
Common Stock	05/01/2018	S <u>(1)</u>	1,976	D	\$ 245.51	526,899	D	
Common Stock	05/01/2018	S(1)	1,480	D	\$ 246.2	525,419	D	
Common Stock	05/01/2018	S(1)	300	D	\$ 248.03	525,119	D	
Common Stock	05/01/2018	S <u>(1)</u>	200	D	\$ 250.83	524,919	D	
Common Stock	05/01/2018	S <u>(1)</u>	200	D	\$ 251.7	524,719	D	
Common Stock	05/01/2018	S <u>(1)</u>	200	D	\$ 252.95	524,519	D	
Common Stock	05/01/2018	S(1)	489	D	\$ 254.32	524,030	D	
Common Stock	05/01/2018	S(1)	767	D	\$ 255.22	523,263	D	
Common Stock	05/01/2018	S(1)	300	D	\$ 256.33	522,963	D	
Common Stock	05/01/2018	S(1)	636	D	\$ 257.48	522,327	D	
Common Stock	05/01/2018	S <u>(1)</u>	1,188	D	\$ 258.39	521,139	D	
Common Stock	05/01/2018	S(1)	1,235	D	\$ 259.55	519,904	D	
Common Stock	05/01/2018	S(1)	300	D	\$ 260.18	519,604	D	
Common Stock						4,685	I	By Spouse. (2)
Common Stock						45,374	I	Through Family Trust.

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Through Lebda Common Family 1,000,000 Stock Holdings, LLC. (3)

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	5. Nı	ımber of	6. Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDeriv	vative	Expiration Dat	e	Underlying S	Securities
Security	or Exercise		any	Code	Secu	rities	(Month/Day/Y	ear)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqu	ired (A)				
	Derivative				or Di	sposed of				
	Security				(D)					
					(Inst	r. 3, 4,				
					and 5	5)				
							Date Exercisable	Expiration Date	Title	Amount or Number
				Code V	(A)	(D)				of Shares
Option to										
Purchase Common	\$ 8.48	05/01/2018		M(4)		14,750	08/21/2013	08/21/2018	Common Stock	14,750

Reporting Owners

Reporting Owner Name / Address	Relationships								
. Programme and the same and th	Director	10% Owner	Officer	Other					
LEBDA DOUGLAS R 11115 RUSHMORE DR. CHARLOTTE, NC 28277	X	X	Chairman & CEO						

Signatures

Stock

/s/ Katharine F. Pierce as Attorney-in-Fact for Douglas R. 05/14/2018 Lebda

**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).

Reporting Owners 3

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- (1) The option exercise and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 2, 2018.
- (2) The reporting person disclaims beneficial ownership of the shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the shares for purposes of Section 16 or any other purpose.
- The reporting person disclaims beneficial ownership of the shares in which he does not have a pecuniary interest, and this report shall not (3) be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 or for any other
- (4) This transaction was omitted from the reporting person's original Form 4, which resulted in an underreporting of 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.

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purpose.