

IAC/INTERACTIVECORP  
Form 8-K  
April 21, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 21, 2014

IAC/INTERACTIVECORP

(Exact name of registrant as specified in charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Delaware  | 0-20570                     | 59-2712887                           |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

|  |            |
|--|------------|
| 555 West 18th Street, New York, NY       | 10011      |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: (212) 314-7300

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 7.01 REGULATION FD DISCLOSURE

During the first quarter of 2014, IAC/InterActiveCorp (the "Company" or the "Registrant") realigned its reportable segments as follows:

The Company has created a new segment called "The Match Group" that includes Match, which was previously reported as its own separate segment, and DailyBurn and Tutor, which were previously in the Media and Other segments, respectively.

The businesses within the Local segment, HomeAdvisor, Felix and, for periods prior to July 1, 2013, CityGrid Media, were moved to the eCommerce segment, formerly called the Other segment.

There have been no changes to the Search & Applications segment.

In addition, the Company is introducing Adjusted EBITDA, a new non-U.S. GAAP financial measure, beginning with the first quarter of 2014. Going forward, the Company plans to regularly report Adjusted EBITDA and will no longer report Operating Income Before Amortization. We believe Adjusted EBITDA is a useful measure for analysts and investors as this measure allows a more meaningful comparison between our performance and that of our competitors. Moreover, our management uses this measure internally to evaluate the performance of our business as a whole and our individual business segments.

Attached and incorporated herein by reference as Exhibit 99.1 is certain financial information of the Company reflecting the changes in the Company's reportable segments using Adjusted EBITDA, the Company's new non-U.S. GAAP financial measure. The exhibit also contains a description of the reconciling items between Adjusted EBITDA and operating income, the comparable U.S. GAAP measure.

This supplemental financial information is being furnished by the Registrant pursuant to Regulation FD. The information set forth in Exhibit 99.1 refers to a non-U.S. GAAP financial measure within the meaning of Regulation G.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

| Exhibit No. | Description                         |
|-------------|-------------------------------------|
| 99.1        | Supplemental financial information. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IAC/INTERACTIVECORP

By: /s/ Gregg Winiarski  
Name: Gregg Winiarski  
Title: Senior Vice President, General Counsel and  
Secretary

Date: April 21, 2014