### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287 OMB Number: Estimated average burden hours per response: 0.5

# 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or S	Sectio	n 30(h)	of the	Investr	nent C	Company Act	of 1940							
1. Name and Address of Reporting Person*  G2 Investment Partners Management LLC					2. Issuer Name <b>and</b> Ticker or Trading Symbol Tree.com, Inc. [ TREE ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner						
(Last) (First) (Middle) ONE ROCKEFELLER PLAZA, 23RD FLO				1		. Date of Earliest Transaction (Month/Day/Year) 5/13/2014								Director Officer (give title below)					r (specify
(Street)  NEW YC  (City)			10020 Zip)		4. If	f Amer	ndment,	Date	of Origi	inal Fil	led (Month/Da	ay/Year)		6. Ind Line)	Forn	or Joint/Grou on filed by Or on filed by Mo oon	ne Re	eporting Pe	rson
		Tabl	e I - N	lon-Deriv	ative	Sec	curitie	s Ac	quire	d, D	isposed o	of, or E	Benefici	ially	Owne	ed			
Date			2. Transacti Date (Month/Day	n/Day/Year)   Ex		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 3, 4 and		5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		Transa (Instr. 3	ction(s)			(Instr. 4)
Common Stock 09			05/13/2	014	05/		14	S		17,730	D	\$23.68	851	1,1	17,768		I	See Footnote <sup>(1)</sup>	
		Та	ıble II								posed of, convertib				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year) if any (Month/Day/Year		tion Date,	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day/			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Dei Sed (Ins	Price of rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Owr Forr Dire or Ir (I) (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						
		Reporting Person*	<u>geme</u>	ent LLC															
(Last)		(First)	(N	/liddle)		_													

1. Name and Address of Reporting Person*  G2 Investment Partners Management LLC								
(Last)	(First)	(Middle)						
ONE ROCKEFELLER PLAZA, 23RD FLOOR								
(Street) NEW YORK	NY	10020						
(City)	(State)	(Zip)						
Name and Address of Reporting Person*     Goldberg Josh								
(Last)	(First)	(Middle)						
ONE ROCKEFELLER PLAZA, 23RD FLOOR								
(Street) NEW YORK	NV	10020						
—————	14.1	10020						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

1. These securities are held in the accounts of private investment funds managed by G2 Investment Partners Management and (ii) Josh Goldberg, the managing member of G2 Investment Partners Management (collectively, the "Reporting Persons"). The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein, and affirmatively disclaim being a "group" for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

> **G2** Investment Partners Management LLC, By: /s/ Josh 05/16/2014 Goldberg, Managing Member /s/ Josh Goldberg 05/16/2014

\*\* 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.

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 Number.