SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Dalporto Gabriel			2. Date of Event Requiring Stater Month/Day/Yea 02/22/2012	ment	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Tree.com, Inc.</u> [ TREE ]						
(Last) 11115 RUSHM	(First)	(Middle)				tionship of Reporting Pers all applicable) Director	ting Person(s) to Issue 10% Owne	()	. If Amendment, D Month/Day/Year)	Amendment, Date of Original Filed nth/Day/Year)	
					Х	Officer (give title below)	Other (spe below)		. Individual or Join pplicable Line)	t/Group Filing (Check	
(Street)						Chief Marketing	Officer		X Form filed by One Reporting Person		
CHARLOTTE	NC	28277				5			Form filed b Reporting F	y More than One Person	
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Inst			4. Conversion or Exercia Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title		Amount or Number of Shares	Derivative Security			
Restricted Stoc	k Units		(1)	(1)		Common Stock	38,168	0	D		
Restricted Stoc	k Units		(2)	(2)		Common Stock	15,000	0	D		

Explanation of Responses:

1. These restricted stock units vest in three equal annual installments beginning on April 18, 2012.

2. These restricted stock units vest in three equal annual installments beginning on December 15, 2012.

## <u>/s/ Katharine F. Pierce as</u> <u>Attorney-in-Fact for Gabriel</u> <u>Dalporto</u>

03/01/2012

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 5 (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.