

**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): November 28, 2016

LendingTree, Inc.

(Exact name of registrant as specified in charter)

Delaware

(State or other jurisdiction
of incorporation)

001-34063

(Commission
File Number)

26-2414818

(IRS Employer
Identification No.)

11115 Rushmore Drive, Charlotte, NC

(Address of principal executive offices)

28277

(Zip Code)

Registrant's telephone number, including area code: **(704) 541-5351**

Not Applicable

(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))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Neil Salvage

On November 28, 2016, LendingTree, Inc. (“we,” “us” or “LendingTree”) appointed Neil Salvage as President to supersede his prior role as Chief Revenue Officer, a position he held since June 2015. Prior to that, Mr. Salvage had served as General Manager of the LendingTree Home Pros business since July 2013. Prior to joining LendingTree, Mr. Salvage served as Head of Digital Sales for CBS Television and Radio, Executive Vice President of CityGrid Media and Vice President of Yellowpages.com. He also is frequently featured as a panelist at many industry conferences, including LeadsCon, LendIt and Contact.io. Mr. Salvage holds two Bachelor of Science degrees from the University of South Carolina in each of Business Administration and Management. Mr. Salvage also holds an M.S. degree in Computer Resources and Information Management from Webster University. Mr. Salvage is 43 years old.

In connection with the appointment of Mr. Salvage as President, we entered into a new employment offer letter with Mr. Salvage. The new employment offer letter provides that Mr. Salvage will receive an annual base salary of \$410,000, and he is eligible to receive a target annual incentive of 100% of his base salary, subject to the discretion of the Compensation Committee. The employment offer letter further provides that Mr. Salvage is eligible to participate in employee benefits programs (including paid time off and participation in the Company’s 401(k) plan). For two years after his employment has terminated, Mr. Salvage will be obligated to comply with non-compete and non-soliciting of employees and customers restrictions. If Mr. Salvage’s employment is terminated by us without Cause (as defined below) or if he resigns his employment for Good Reason (as defined below), he will be eligible to receive an aggregate cash amount equal to his then-annual base salary paid in installments over a one-year period and the ability to exercise his then-vested Company stock options until the earlier of the second anniversary of his termination of employment or the applicable time of expiration of each stock option (subject to Mr. Salvage providing a release of claims and also subject to cessation of cash severance if he secured new employment). “Cause” is generally defined as fraud, dishonesty, theft, embezzlement, misconduct by Mr. Salvage injurious to us or any of our affiliates, conviction of, or entry of a plea of guilty or nolo contendere to, a crime that constitutes a felony or other crime involving moral turpitude, competition with us or any of our affiliates, unauthorized use of any of our trade secrets or the trade secrets of any of our affiliates or confidential information as such term is defined in the agreement, a material violation of any policy, code or standard of ethics generally applicable to our employees, material breach of fiduciary duties owed to us, excessive and unexcused absenteeism unrelated to a disability, or, following written notice and a reasonable opportunity to cure, gross neglect by Mr. Salvage of the duties assigned to him. “Good Reason” is generally defined as the occurrence of any of the following without Mr. Salvage’s written consent: material adverse change in the office to which Mr. Salvage reports, subject to specified conditions; material reduction in Mr. Salvage’s annual base salary; or relocation of Mr. Salvage’s principal place of business more than fifty miles from the Charlotte, North Carolina metropolitan area.

We also entered into a change of control letter agreement with Mr. Salvage providing that if there is a change of control, Mr. Salvage will immediately become fully vested in all his outstanding equity awards. In addition, if there is a change of control and during the 12-month period following such change of control, Mr. Salvage’s employment is terminated by us without cause or by Mr. Salvage for good reason, Mr. Salvage will, in lieu of the severance described in his employment offer letter, receive a severance payment equal to two years of base salary. The change of control letter defines “cause” and “good reason” consistently with the definitions used in change of control letters issued to our other executives and described in our 2016 proxy statement prepared for the Annual Meeting of Stockholders, which was filed with the SEC on April 29, 2016.

Nikul Patel

Also on November 28, 2016, we appointed Nikul Patel as Chief Product and Strategy Officer to supersede his prior role as Chief Operating Officer, a position he held since June 2015. Prior to that, Mr. Patel served as the Company’s Chief Product Officer and Chief Technology Officer from February 2013 to June 2015. He joined the Company in June 2012 as Senior Vice President of Product. Prior to joining the Company, Mr. Patel served as President of Home-Account.com, a Silicon Valley start-up with an online mortgage shopping experience, following its acquisition by Bills.com in July 2010 until June 2012. Prior to such acquisition, Mr. Patel served as Chief Operating Officer and Vice President - Products of Home-Account.com from May 2009 to July 2010. From 1997 to 2008, Mr. Patel held various senior management roles involving technology product and services at Intel Corporation. In addition, Mr. Patel co-founded Movoto.com, an online real estate shopping website, in 2005. Mr. Patel received his Masters of Business Administration with honors from the Wharton School of the University of Pennsylvania and his Masters of Science in Computer Engineering from Florida Atlantic University. Mr. Patel is 43 years old. Mr. Patel remains employed pursuant to the terms of the agreements described in our 2016 proxy statement prepared for the Annual Meeting of Stockholders, which was filed with the SEC on April 29, 2016.

Item 7.01. Regulation FD Disclosure.

On November 30, 2016 we issued a press release concerning the new executive appointments described in Item 5.02 above. A copy of such press release is furnished as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Press release dated November 30, 2016, with respect to LendingTree's new executive appointments.

SIGNATURE

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.

Date: December 1, 2016

LENDINGTREE, INC.

By: /s/ Katharine F. Pierce

Katharine F. Pierce

Senior Vice President, General Counsel & Corporate Secretary



LendingTree Realigns Two Key Leadership Positions

Neil Salvage named as President, Nikul Patel to be Chief Product and Strategy Officer

CHARLOTTE, N.C., Nov. 30, 2016 /PRNewswire/ -- LendingTree® today announced two key role changes within its executive team in order to support the company's growth. Neil Salvage, previously the company's Chief Revenue Officer, has been promoted to the newly-created role of President, managing the day-to-day business operations. Nikul Patel, previously LendingTree's Chief Operating Officer, will now be the company's Chief Product and Strategy Officer, where he will lead product innovation, consumer experience and corporate strategy.

"I couldn't be more excited to be leading this company as we continue to scale," said Doug Lebda, founder and CEO of LendingTree. "We've more than doubled revenue in the past two years while dramatically diversifying our business, growing non-mortgage revenue from 10% of total in 2013 to almost half in Q3. And as we continue to focus on overall growth, it's vital for our senior team to scale in tandem. These moves enable us to centralize P&L responsibilities under Neil, while Nikul is then able to focus his efforts on My LendingTree monetization, re-inventing the mortgage experience, and incubating new business ideas. With Neil's growth mentality and un-matched operational experience alongside Nikul's entrepreneurial mindset and deep industry knowledge, we're extremely well-positioned for our next leg of growth."

Neil Salvage joined LendingTree in July 2013 and since June 2015, has been serving as LendingTree's Chief Revenue Officer. In this role, Salvage has been responsible for all revenue for the company, leading the sales, contact center and business development teams.

Since joining LendingTree in June 2012, Nikul Patel has been the driving force behind the company's rapid rollout of innovative new products along with launching several, highly successful new business lines.

Neil Salvage and Nikul Patel will be participating in LendingTree's Investor and Analyst Day on Tuesday, December 13, 2016 at the Gansevoort Park Avenue hotel, 420 Park Avenue, New York, NY 10016. Analysts and investors interested in attending the event in-person may inquire with LendingTree Investor Relations at investors@lendingtree.com.

About LendingTree, Inc.

LendingTree, Inc. (NASDAQ: TREE) operates the nation's leading online loan marketplace and provides consumers with an array of online tools and information to help them find the best loans for their needs. LendingTree's online marketplace connects consumers with multiple lenders that compete for their business, empowering consumers as they comparison-shop across a full suite of loans and credit-based offerings. Since its inception, LendingTree has facilitated more than 55 million loan requests. LendingTree provides access to its network of over 400 lenders offering home loans, home equity loans/lines of credit, reverse mortgages, personal loans, auto loans, small business loans, credit cards, student loans and more.

LendingTree, Inc. is headquartered in Charlotte, NC and maintains operations solely in the United States. For more information, please visit www.lendingtree.com.