

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Totman Scott V.</u>  (Last) (First) (Middle) 1415 VANTAGE PARK DR. SUITE 700  (Street) CHARLOTTE NC 28203  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LendingTree, Inc. [ TREE ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Chief Technology Officer
	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**Table I - Non-Derivative Securities Acquired, 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) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/02/2024		M		2,575	A	(1)	9,523 <sup>(2)</sup>	D	
Common Stock	03/02/2024		F		775	D	\$39.98	8,748 <sup>(2)</sup>	D	
Common Stock	03/02/2024		M		6,250	A	(1)	14,998 <sup>(2)</sup>	D	
Common Stock	03/02/2024		F		1,882	D	\$39.98	13,116 <sup>(2)</sup>	D	
Common Stock	03/03/2024		M		955	A	(1)	14,071 <sup>(2)</sup>	D	
Common Stock	03/03/2024		F		288	D	\$39.98	13,783 <sup>(2)</sup>	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	03/01/2024		A		15,000		(3)	(3)	Common Stock	15,000	\$0	15,000	D	
Restricted Stock Units	(1)	03/02/2024		M		2,575		(4)	(4)	Common Stock	2,575	\$0	2,576	D	
Restricted Stock Units	(1)	03/02/2024		M		6,250		(5)	(5)	Common Stock	6,250	\$0	6,250	D	
Restricted Stock Units	(1)	03/03/2024		M		955		(6)	(6)	Common Stock	955	\$0	0	D	

**Explanation of Responses:**

- Restricted stock units convert into common stock on a one-for-one basis.
- Includes 1,385 shares of Common Stock acquired under the LendingTree, Inc. Employee Stock Purchase Plan.
- These restricted stock units will vest in three substantially equal annual installments beginning on the first anniversary of the grant date.
- These restricted stock units vest in three substantially equal annual installments beginning on March 2, 2023, subject to continuing service.
- These restricted stock units vest as follows: 50% of the restricted stock units will vest on the first anniversary of the date of grant and 25% of the restricted stock units will vest on the second and third anniversaries of the date of grant, in accordance with the terms of the original award agreement.
- These restricted stock units vest in three substantially equal annual installments beginning on March 3, 2022, in accordance with the terms of the original award agreement.

/s/ Heather Novitsky as  
Attorney-in-Fact for Scott      03/05/2024  
Totman

\*\* 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.