SEC	Form 4
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Common Stock

Common Stock

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*				er Name <b>and</b> Ticker ling <u>Tree, Inc.</u>			ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Olmstead Jill						- 1		x	Director Officer (give title	10% C Other	Owner (specify	
(Last) (First) (Middle) 1415 VANTAGE PARK DRIVE SUITE 700				e of Earliest Transac /2023	ction (Mo	onth/D	ay/Year)		below) below) Chief Human Resources Officer			
(Street) CHARLOTTE	NC (State)	28203	4. lf An	4. If Amendment, Date of Original Filed (Month/Day/Year)						vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State) (Zip) Table I - Non-Deriv												
		able I - Non-Deri	vative S	Securities Aca	uired.	Dist	bosed of. (	or Ben	eficially	Owned		
1. Title of Security (		2. Tran Date	Vative S saction /Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)	ction	4. Securities	Acquired	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
1. Title of Security (		2. Tran Date	saction	2A. Deemed Execution Date, if any	3. Transa Code (	ction	4. Securities	Acquired	(A) or	5. Amount of Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial
1. Title of Security ( Common Stock		2. Tran Date (Month	saction	2A. Deemed Execution Date, if any	3. Transa Code ( 8)	ction Instr.	4. Securities Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect	Indirect Beneficial Ownership
		2. Tran Date (Month 02/2	saction /Day/Year)	2A. Deemed Execution Date, if any	3. Transa Code ( 8) Code	ction Instr.	4. Securities Disposed Of Amount	Acquired (D) (Instr. (A) or (D)	(A) or 3, 4 and 5) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership
Common Stock		2. Tran Date (Month 02/2 02/2	saction /Day/Year) 8/2023	2A. Deemed Execution Date, if any	3. Transa Code ( 8) Code M	ction Instr.	4. Securities Disposed Of Amount 907	Acquired (D) (Instr. (A) or (D) A	(A) or 3, 4 and 5) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 2,458	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership

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

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413

143

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. Transa Code ( 8)		5. Numl Derivat Securit Acquire or Disp of (D) (I 4 and 5	ive ies ed (A) osed instr. 3,	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	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		Transaction(s) (Instr. 4)		
Restricted Stock Units	\$0	02/28/2023		М			907	(2)	(2)	Common Stock	907	<b>\$</b> 0	0	D	
Restricted Stock Units	<b>\$</b> 0	03/01/2023		М			1,237	(3)	(3)	Common Stock	1,237	\$ <u>0</u>	1,237	D	
Restricted Stock Units	<b>\$</b> 0	03/01/2023		м			413	(3)	(3)	Common Stock	413	\$0	413	D	
Restricted Stock Units	\$0	03/02/2023		А		15,000		(4)	(4)	Common Stock	15,000	\$0	15,000	D	

Explanation of Responses:

1. Restricted stock units convert into common stock on a one-for-one basis.

2. These restricted stock units vest in three substantially equal annual installments beginning on February 28, 2021, in accordance with the terms of the original award agreement.

3. These restricted stock units vest in five substantially equal annual installments beginning on March 1, 2020, in accordance with the terms of the original award agreement.

4. 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

> /s/Lisa M. Young, as Attorneyin-Fact for Jill Olmstead

(1)

\$32.93

3,368

3,225

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D

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D

03/02/2023

\*\* 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).

03/01/2023

03/01/2023

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.