

**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>LEBDA DOUGLAS R</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) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 08/29/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 09/01/2023	

**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	08/29/2023		S		172,926 <sup>(1)</sup>	D	\$18.91 <sup>(2)</sup>	4,559	D	
Common Stock	08/29/2023		S		84,859 <sup>(1)</sup>	D	\$18.91 <sup>(2)</sup>	130,000	I	Through Douglas R. Lebda Revocable Trust
Common Stock	08/30/2023		S		130,000 <sup>(1)</sup>	D	\$18.955 <sup>(2)</sup>	0	I	Through Douglas R. Lebda Revocable Trust
Common Stock								433,159	I	Through 2022 Lebda Family Holdings LLC <sup>(3)</sup>
Common Stock								1,325,000	I	Through Lebda Family Holdings, LLC <sup>(3)</sup>
Common Stock								12,524	I	Through Lebda Family Holdings II, LLC <sup>(3)</sup>
Common Stock								300,000	I	Through 2021 Lebda Family Holdings LLC <sup>(3)</sup>
Common Stock								2,718	I	By Spouse <sup>(4)</sup>

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (e.g., puts, calls, warrants, options, convertible securities) (Month/Day/Year)	5. Number of 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)
<b>Explanation of Responses:</b>										
<p>1. The transactions represent the transfer of a total of 387,785 shares from Douglas R. Lebda ("Lebda") and Douglas R. Lebda Revocable Trust ("Revocable Trust") to 2022 Lebda Family Holdings LLC ("2022 LLC") in exchange for the partial satisfaction and cancellation of a promissory note issued by Lebda and held by 2022 LLC (the "Note," and such transactions, the "Transaction").</p> <p>2. The price reported in Column 4 represents the price per share ascribed to each share of Common Stock tendered by Lebda and Revocable Trust to 2022 LLC in the Transaction in satisfaction of outstanding principal and interest on the Note.</p> <p>3. The reporting person disclaims beneficial ownership of the shares to the extent in which he does not have a pecuniary interest, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.</p> <p>4. The reporting person disclaims beneficial ownership of the shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the shares for purposes of Section 16 or any other purpose.</p>										

**Remarks:**

EXPLANATORY NOTE: This amendment is being filed to include supplemental information regarding the background of the reported transactions and the relationship of the parties thereto. The transactions described in Note 1 above were undertaken for estate planning purposes by Mr. Lebda and entities associated with Mr. Lebda and his family members. Mr. Lebda is the sole manager of 2022 LLC and maintains sole voting and dispositive power over the shares of Common Stock transferred to and held by 2022 LLC.

/s/ Heather Novitsky, as  
Attorney-in-Fact for Douglas R. Lebda    09/15/2023  
R. Lebda

\*\* 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.