

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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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|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person *<br><b>LEBDA DOUGLAS R</b><br><br>(Last) (First) (Middle)<br><b>11115 RUSHMORE DR.</b><br><br>(Street)<br><b>CHARLOTTE NC 28277</b><br><br>(City) (State) (Zip)       | 2. Issuer Name and Ticker or Trading Symbol<br><b>LendingTree, Inc. [ TREE ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chairman &amp; CEO</b> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>07/12/2018</b>            |   |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |   |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |   |

**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                    | 07/12/2018                           |  | M <sup>(1)</sup>               |   | 14,750  | A          | \$8.48   | 534,354   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 600   | D          | \$234.54 | 533,754   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 600   | D          | \$236.35 | 533,154   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 200   | D          | \$237.05 | 532,954   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 300   | D          | \$238.6  | 532,654   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 200   | D          | \$239.65 | 532,454   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 717   | D          | \$241.13 | 531,737   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 700   | D          | \$243.38 | 531,037   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 2,400   | D          | \$244.17 | 528,637   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 4,703   | D          | \$245.2  | 523,934   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 3,350   | D          | \$246.15 | 520,584   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 800   | D          | \$247.22 | 519,784   | D  |   |
| Common Stock                    | 07/12/2018                           |  | S <sup>(1)</sup>               |   | 180   | D          | \$248.01 | 519,604   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |          | 4,685   | I  | By Spouse. <sup>(2)</sup>                             |
| Common Stock                    |                                      |  |                                |   |   |            |          | 45,374  | I  | Through Family Trust.                                 |
| Common Stock                    |                                      |  |                                |   |   |            |          | 1,000,000   | I  | Through Lebda Family Holdings, LLC. <sup>(3)</sup>    |

**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 |   |  |  |   |  |
| Option to Purchase Common Stock            | \$8.48   | 07/12/2018                           |  | M                              |   |  | 14,750 | 08/21/2013   | 08/21/2018      | Common Stock  | \$0  | 147,350  | D   |  |

**Explanation of Responses:**

1. The option exercise and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 2, 2018.
2. 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.
3. The reporting person disclaims beneficial ownership of the shares 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.

/s/ Katharine F. Pierce as  
Attorney-in-Fact for Douglas    07/16/2018  
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.**