

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Address of Reporting Person* <u>LEBDA DOUGLAS R</u> (Last) (First) (Middle) <u>11115 RUSHMORE DR.</u> (Street) <u>CHARLOTTE NC 28277</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LendingTree, Inc. [TREE]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2016</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give title below) Other (specify below) <u>Chairman & CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	02/12/2016		F ⁽¹⁾		65	D	\$57.08	4,512	I	By spouse.
Common Stock	02/19/2016		F ⁽¹⁾		97	D	\$64.69	4,415	I	By spouse.
Common Stock	02/24/2016		A		644	A	\$0 ⁽²⁾	5,059	I	By spouse.
Common Stock	02/29/2016		F ⁽¹⁾		64	D	\$84.48	4,995	I	By spouse.
Common Stock	02/19/2017		F ⁽¹⁾		97	D	\$112.95	4,898	I	By spouse.
Common Stock	02/24/2017		F ⁽¹⁾		82	D	\$122.25	4,816	I	By spouse.
Common Stock	02/27/2017		F ⁽¹⁾		64	D	\$123.4	4,752	I	By spouse. ⁽³⁾
Common Stock								636,896	D	
Common Stock								45,374	I	Through family trust.
Common Stock								1,000,000	I	Through Lebda Family Holdings, LLC. ⁽⁴⁾

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				

Explanation of Responses:

1. Disposition by the spouse ("Spouse") of the reporting person to the Company to satisfy tax withholding requirements in connection with the vesting of restricted stock units; no shares were sold by Spouse.
2. These restricted stock units were granted to Spouse on February 24, 2016.
3. 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.
4. 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 05/03/2017
Attorney-in-Fact for Douglas
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.