

# **MATCH GROUP, INC.**

Reported by  
**LEVIN JOSEPH**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 07/27/21 for the Period Ending 07/23/21

Address	8750 NORTH CENTRAL EXPRESSWAY SUITE 1400 DALLAS, TX, 75231
Telephone	(214) 576-9352
CIK	0000891103
Symbol	MTCH
SIC Code	7200 - Services-Personal Services
Industry	Internet Services
Sector	Technology
Fiscal Year	12/31

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
LEVIN JOSEPH		Match Group, Inc. [ MTCH ]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O IAC/INTERACTIVECORP, 555 WEST 18TH STREET		7/23/2021			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NEW YORK, NY 10011				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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, par value \$0.001	7/23/2021		M		25444	A	\$24.8577	60840 <sup>(1)</sup>	D	
Common Stock, par value \$0.001	7/23/2021		S <sup>(2)</sup>		11322	D	\$165.7657 <sup>(3)</sup>	49518 <sup>(4)</sup>	D	
Common Stock, par value \$0.001	7/23/2021		S <sup>(2)</sup>		8712	D	\$166.6437 <sup>(5)</sup>	40806 <sup>(6)</sup>	D	
Common Stock, par value \$0.001	7/23/2021		S <sup>(2)</sup>		5110	D	\$167.4246 <sup>(7)</sup>	35696 <sup>(8)</sup>	D	
Common Stock, par value \$0.001	7/23/2021		S <sup>(2)</sup>		300	D	\$168.11 <sup>(9)</sup>	35396 <sup>(10)</sup>	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase Common Stock, par value \$0.001	\$24.8577	7/23/2021		M		25444	6/24/2016 <sup>(11)</sup>	6/24/2025	Common Stock, par value \$0.001	25444.0	\$0	148160	D	

#### Explanation of Responses:

- Includes (i) 60,444 shares of common stock and (ii) 396 share units (rounded to the nearest whole number) accrued under the 2020 Match Group, Inc. Deferred Compensation Plan for Non-Employee Directors as of the date of this report.
- Reflects the sale of shares of Match Group common stock effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- Reflects a weighted average of sales made at prices ranging from \$165.10 to \$166.09. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, Match Group, Inc. or a security holder of Match Group, Inc., information regarding the number of shares sold at each separate price.
- Includes (i) 49,122 shares of common stock and (ii) 396 share units (rounded to the nearest whole number) accrued under the 2020 Match Group, Inc. Deferred Compensation Plan for Non-Employee Directors as of the date of this report.
- Reflects a weighted average of sales made at prices ranging from \$166.10 to \$167.085. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, Match Group, Inc. or a security holder of Match Group, Inc., information regarding the number of shares sold at each separate price.
- Includes (i) 40,410 shares of common stock and (ii) 396 share units (rounded to the nearest whole number) accrued under the 2020 Match Group, Inc. Deferred Compensation Plan for Non-Employee Directors as of the date of this report.
- Reflects a weighted average of sales made at prices ranging from \$167.10 to \$167.99. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, Match Group, Inc. or a security holder of Match Group, Inc., information regarding the number of shares sold at each separate price.
- Includes (i) 35,300 shares of common stock and (ii) 396 share units (rounded to the nearest whole number) accrued under the 2020 Match Group, Inc.

Deferred Compensation Plan for Non-Employee Directors as of the date of this report.

- (9) Reflects a weighted average of sales made at prices ranging from \$168.10 to \$168.13. The reporting person agrees to provide, upon request by the Staff of the Securities and Exchange Commission, Match Group, Inc. or a security holder of Match Group, Inc., information regarding the number of shares sold at each separate price.
- (10) Includes (i) 35,000 shares of common stock and (ii) 396 share units (rounded to the nearest whole number) accrued under the 2020 Match Group, Inc. Deferred Compensation Plan for Non-Employee Directors as of the date of this report.
- (11) Represents stock options that vested in four equal installments on June 24, 2016, 2017, 2018, and 2019.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEVIN JOSEPH C/O IAC/INTERACTIVECORP 555 WEST 18TH STREET NEW YORK, NY 10011	X			

#### Signatures

**Francisco J. Villamar as Attorney-in-Fact for Joseph Levin**

**7/27/2021**

—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.

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