FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). | S1 |
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| Instruction 1(b).  |    |
|  |    |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

| Name and Address of Reporting Person*     LEBDA DOUGLAS R  |  | suer Name <b>and</b> Ticken<br>adingTree, Inc. |  |         | Symbol             | (Ched   | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner  Officer (circuitile - Other (consider))    |  |   |  |  |  |
|--|--|--|--|---------|--------------------|---|---|--|---|--|--|--|
| (Last) (First) (Middle) 11115 RUSHMORE DR.   |  | ate of Earliest Transa<br>1/2018               | action (N  | /lonth/ | Day/Year)          |   | X   | Officer (give title below)  Chairman & CEO   |   |  |  |  |
| (Street) CHARLOTTE NC 28277  | 4. If A                                    | Amendment, Date of                             | Origina  | l Filed | i (Month/Da        | Line)   | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting |  |   |  |  |  |
| (City) (State) (Zip)   |  |  |  |         |                    | Person  | ore than one rep  | or unig  |   |  |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                   |  |  |  |         |                    |   |   |  |   |  |  |  |
| ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,  | 2. Transaction<br>Date<br>(Month/Day/Year) | Execution Date,                                | 3.<br>Transaction<br>Code (Instr.<br>8)                        |         |                    |   | (A) or<br>3, 4 and 5)   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported                          | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4)          |  |  |
|  |  |  | Code   | v       | Amount             | (A) or<br>(D)   | Price   | Transaction(s)<br>(Instr. 3 and 4)   |   | . ,  |  |  |
| Common Stock   | 06/21/2018                                 |  | M <sup>(1)</sup>   |         | 14,750             | A   | \$8.48  | 534,354  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | S <sup>(1)</sup>   |         | 400                | D   | \$252.48  | 533,954  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 100                | D   | \$253.6   | 533,854  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | S <sup>(1)</sup>   |         | 100                | D   | \$254.65  | 533,754  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | S <sup>(1)</sup>   |         | 1,262              | D   | \$256.21  | 532,492  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 3,346              | D   | \$257.04  | 529,146  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 1,289              | D   | \$258.21  | 527,857  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 766                | D   | \$259.17  | 527,091  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | S <sup>(1)</sup>   |         | 1,589              | D   | \$260.33  | 525,502  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 1,000              | D   | \$261.52  | 524,502  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | <b>S</b> <sup>(1)</sup>  |         | 2,552              | D   | \$262.34  | 521,950  | D   |  |  |  |
| Common Stock 06/21   |  |  | S <sup>(1)</sup>   |         | 1,429              | D   | \$263.34  | 520,521  | D   |  |  |  |
| Common Stock 06/21/2   |  |  | S <sup>(1)</sup>   |         | 417                | D   | \$264.49  | 520,104  | D   |  |  |  |
| Common Stock   | 06/21/2018                                 |  | S <sup>(1)</sup>   |         | 500                | D   | \$265.19  | 519,604  | D   |  |  |  |
| Common Stock   |  |  |  |         |                    |   |   | 4,685  | I   | By<br>Spouse. <sup>(2)</sup>                                   |  |  |
| Common Stock   |  |  |  |         |                    |   |   | 45,374   | I   | Through<br>Family<br>Trust.                                    |  |  |
| Common Stock   |  |  |  |         |                    |   |   | 1,000,000  | I   | Through<br>Lebda<br>Family<br>Holdings,<br>LLC. <sup>(3)</sup> |  |  |
|  |  | ecurities Acqu<br>alls, warrants,              |  |         |                    |   |   | Owned  | •   | •  |  |  |
| 1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security | Date, Transact<br>Code (In:                | ion of E                                       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |         |                    | 7. Title and<br>of Securitie<br>Underlying<br>Derivative<br>(Instr. 3 and | es<br> <br>  Security   | 8. Price of Derivative Security (Instr. 5) Beneficia Owned Following Reported Transacti (Instr. 4) | Ownershi es Form: Direct (D) or Indirect g (I) (Instr. 4          | Beneficial<br>Ownership<br>t (Instr. 4)                        |  |  |
|  | Code V                                     |  | Oate<br>Exercisa   |         | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares  |  |   |  |  |  |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |                              |   |   |   |   |                    |   |  |   |  |  |  |
|--|---|--|---|------------------------------|---|---|---|---|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deri<br>Seci<br>Acq<br>(A) (<br>Disp<br>of (E | umber vative urities uired or oosed o) (Instr. and 5) | 6. Date Exerc<br>Expiration Da<br>(Month/Day/\) | ate                | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |   | Code                         | v | (A)   | (D)   | Date<br>Exercisable                             | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Option to<br>Purchase<br>Common<br>Stock   | \$8.48  | 06/21/2018                                 |   | М                            |   |   | 14,750  | 08/21/2018                                      | 08/21/2018         | Common<br>Stock   | 14,750                                 | \$0   | 235,850  | 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 06/25/2018

R. Lebda

\*\* Signature of Reporting Person

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.