SEC	Form	4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 0005 00

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	hours per response:	0.5

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1. Name and Address of Reporting Person [*] Hayek Christopher			2. Issuer Name and Ticker or Trading Symbol <u>Tree.com, Inc.</u> [TREE]		tionship of Reporting Perso all applicable) Director	10% Owner
(Last) (First) (Middle) 11115 RUSHMORE DR.		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2012	Х	Officer (give title below) SVP & Chief Account	Other (specify below) ing Officer
(Street) CHARLOTTE (City)	NC (State)	28277	4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicabl Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 		
		(Zip) Table I - Non-Deriva	tive Securities Acquired, Disposed of, or Benefi	cially (Owned	

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/16/2012		М		582	Α	\$ <mark>0</mark>	3,325	D	
Common Stock	02/16/2012		F		214	D	\$7.01	3,111	D	
Common Stock	02/17/2012		М		1,062	A	\$ <mark>0</mark>	4,173	D	
Common Stock	02/17/2012		F		390	D	\$7.03	3,783	D	

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. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		te Amount of		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				
Restricted Stock Units ⁽¹⁾	\$0	02/16/2012		М			582	(1)	(1)	Common Stock	582	\$0	0	D	
Restricted Stock Units ⁽²⁾	\$0	02/17/2012		М			1,062	(2)	(2)	Common Stock	1,062	\$0	1,064	D	

Explanation of Responses:

1. These restricted stock units vested in full on February 16, 2012 in accordance with the terms of the original award agreement.

2. These restricted stock units vest in three equal annual installments beginning on February 17, 2011 in accordance with the terms of the original award agreement.

/s/ Katharine F. Pierce as
<u>Attorney-in-Fact for</u>
Christopher Hayek
** Signature of Reporting Person

02/17/2012

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.