

The Registrant hereby further undertakes that:

- (1) For purposes of determining any liability under the Securities Act, the information omitted from the form of prospectus filed as part of this Registration Statement in reliance upon Rule 430A and contained in a form of prospectus filed by the Registrant pursuant to Rule 424(b)(1) or (4) or 497(h) under the Securities Act shall be deemed to be part of this Registration Statement as of the time it was declared effective; and
- (2) For purposes of determining any liability under the Securities Act, each post-effective amendment that contains a form of prospectus shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

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## Signatures

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized in the City of New York, State of New York, on November 9, 2015.

### Match Group, Inc.

By: /s/ GREGORY R. BLATT

Gregory R. Blatt, Chairman

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
* _____ Gregory R. Blatt	Chairman (Principal Executive Officer)	November 9, 2015
* _____ Gary Swidler	Chief Financial Officer (Principal Financial Officer)	November 9, 2015
* _____ Michael H. Schwerdtman	Vice President (Principal Accounting Officer)	November 9, 2015
* _____ Gregory R. Blatt	Director	November 9, 2015
* _____ Gregg J. Winiarski	Director	November 9, 2015
* _____ Joseph M. Levin	Director	November 9, 2015
*by /s/ GREGG WINIARSKI _____ Gregg Winiarski as Attorney-in-Fact		

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## Exhibit index

<u>Number</u>	<u>Description</u>
1.1	Form of Underwriting Agreement
2.1**	Stock Purchase Agreement, dated as of July 13, 2015, by and among Match.com, Inc. (now "Match Group, Inc."), Plentyoffish Media Inc., Markus Frind, Markus Frind Family Trust No. 2, and Frind Enterprises Ltd.
2.2**	List of Exhibits and Schedules omitted from the Stock Purchase Agreement
3.1	Form of Amended and Restated Certificate of Incorporation of Match Group, Inc.