FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|             |      |       |

| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP |
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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

| 1. Name and Address of Reporting Person*  Watson Noel Bertram |  |  |  |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol TripAdvisor, Inc. [TRIP] |   |   |                  |   |                                     |              |   |             |   |  | all appli<br>Directo                    | icable)            | Oth   | Owner<br>er (specify  |  |
|---|--|--|--|--|---|---|---|------------------|---|-------------------------------------|--------------|---|-------------|---|--|---|--------------------|---|---|--|
| (Last) (First) (Middle) C/O TRIPADVISOR, INC. 400 1ST AVENUE  |  |  |  |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2018 |   |                  |   |                                     |              |   |             |   | Λ  | below)                                  | <b>'</b>           | belo  | ,   |  |
| (Street) NEEDHA (City)  | t)<br>DHAM MA 02494  |  |  |  |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |                  |   |                                     |              |   |             |   | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |                    |   |   |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |  |  |  |   |   |   |                  |   |                                     |              |   |             |   |  |   |                    |   |   |  |
| Dai   |  |  |  | 2. Transaction<br>Date<br>(Month/Day/Year)   |   | ar)   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)   |                  | Code  | Transaction Dispose Code (Instr. 5) |              | ities Acquired (A)<br>d Of (D) (Instr. 3, 4 |             |   | 4 and Secu   |   | ially<br>Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |  |  |  |  |   |   |   |                  | Code  | v                                   | Amount       | ()<br>(I                                    | A) or<br>O) | Price   | . 1  | Transac<br>(Instr. 3                    | tion(s)            |   | (mounty)  |  |
| Common Stock  |  |  |  | 11/12/2018   |   |   |   | S <sup>(1)</sup> |   | 723                                 |              | D \$63.                                     |             | 3.3   | .3 0   |   | D                  |   |   |  |
|   | 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)           | ve Conversion or Exercise Price of Derivative Security    Conversion of Exercise (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Execution Date |  |  | sansaction de (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |   | Expiration (Month/E   | Date Expiration  Date  Date  Expiration Date  Month/Day/Year)  Expiration  Date  Expiration  Date  Date  Date |                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4)  Amoun<br>or<br>Numbe<br>of<br>Title Shares |                                     | ount<br>nber |   |             | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4   | Beneficial<br>Ownership<br>t (Instr. 4) |                    |   |   |  |

## **Explanation of Responses:**

1. This transaction was effected pursuant to a Rule 10b5-1 trading plan previously adopted by this reporting person.

/s/ Linda C. Frazier, attorney in 11/13/2018

<u>fact</u>

\*\* 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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