

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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) Director 10% Owner X Officer (give title below) Other (specify below) CEO, Viator, Inc.	
Seidenberg Barrie			TripAdvisor, Inc. [TRIP]			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			
C/O TRIPADVISOR, INC.			09/22/2016			
400 1ST AVENUE						
(Street)			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	
NEEDHAM MA 02494						
(City) (State) (Zip)						

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. Transaction 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 \$.001 Per Share	09/22/2016		M ⁽¹⁾		286	A	\$11.06	286	D	
Common Stock, Par Value \$.001 Per Share	09/22/2016		M		3,834	A	\$21.55	4,120	D	
Common Stock, Par Value \$.001 Per Share	09/22/2016		S		286	D	\$60.74 ⁽²⁾	3,834	D	
Common Stock, Par Value \$.001 Per Share	09/22/2016		S		3,834	D	\$60.74 ⁽³⁾	0	D	
Common Stock, Par Value \$.001 Per Share	09/26/2016		M		154	A	\$21.55	154	D	
Common Stock, Par Value \$.001 Per Share	09/26/2016		S		154	D	\$61.65 ⁽⁴⁾	0	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. Transaction 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 (Month/Day/Year)		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: 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				
Stock Option (Right to Buy)	\$11.06	09/22/2016		M			286	08/17/2014	02/17/2021	Common Stock	286	\$0	0	D	
Stock Option (Right to Buy)	\$21.55	09/22/2016		M			3,834	08/25/2014	05/09/2023	Common Stock	3,834	\$0	921	D	
Stock Option (Right to Buy)	\$21.55	09/26/2016		M			154	08/25/2014	05/09/2023	Common Stock	154	\$0	767	D	

Explanation of Responses:

1. The transactions reported in this Form 4 were effected pursuant to a trading plan previously adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934.
2. The transaction was executed in multiple trades with the weighted average sales price of \$60.74. The reporting person undertakes to provide information regarding the number of shares and prices at which the transaction was effected upon request of the SEC staff, the issuer or a security holder of the issuer.
3. The transaction was executed in multiple trades with the weighted average sales price of \$60.74. The reporting person undertakes to provide information regarding the number of shares and prices at which the transaction was effected upon request of the SEC staff, the issuer or a security holder of the issuer.
4. The transaction was executed in multiple trades with the weighted average sales price of \$61.65. The reporting person undertakes to provide information regarding the number of shares and prices at which the transaction was effected upon request of the SEC staff, the issuer or a security holder of the issuer.

/s/ Linda C. Frazier, attorney in fact 09/26/2016

** 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.

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.

