Form 4

United States Securities and Exchange Commission

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

1. Name and Address of Reporting Person
   Gouvalaris Geoffrey
   400 1st Avenue
   Needham, MA 02494

2. Issuer Name and Ticker or Trading Symbol
   TripAdvisor, Inc. [TRIP]

3. Date of Earliest Transaction (Month/Day/Year)
   08/15/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)
   02/15/2023

5. Relationship of Reporting Person(s) to Issuer
   Director
   10% Owner
   Chief Accounting Officer

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>08/15/2023</td>
<td>M</td>
<td>523</td>
<td>A</td>
<td>$0 on 46,355</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/15/2023</td>
<td>F</td>
<td>154</td>
<td>D</td>
<td>$15.93 on 46,201</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/15/2023</td>
<td>M</td>
<td>3,071</td>
<td>A</td>
<td>$0 on 49,272</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/15/2023</td>
<td>F</td>
<td>902</td>
<td>D</td>
<td>$15.93 on 48,370</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title of Underlying Derivative Security</th>
<th>Amount or Number of Shares</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>$0</td>
<td>08/15/2023</td>
<td>M</td>
<td>523</td>
<td>02/15/2025 on 02/15/2025</td>
<td>Common Stock</td>
<td>Restricted Stock Units</td>
<td>$23</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>$0</td>
<td>08/15/2023</td>
<td>M</td>
<td>3,071</td>
<td>02/15/2025 on 02/13/2026</td>
<td>Common Stock</td>
<td>Restricted Stock Units</td>
<td>$0</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

/s/ Linda C. Frazier, attorney in fact
08/16/2023

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).


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.