

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Gouvalaris Geoffrey</u>			2. Issuer Name and Ticker or Trading Symbol <u>TripAdvisor, Inc. [ TRIP ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <u>X</u> Other (specify below) _____ <b>Chief Accounting Officer</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2022</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <u>X</u> Form filed by One Reporting Person Form filed by More than One Reporting Person	
400 1ST AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	<u>NEEDHAM MA</u>	<u>02494</u>				
(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	02/15/2022		M		873	A	\$0	23,208	D	
Common Stock	02/15/2022		F		303	D	\$28.37	22,905	D	
Common Stock	02/15/2022		M		907	A	\$0	23,812	D	
Common Stock	02/15/2022		F		315	D	\$28.37	23,497	D	
Common Stock	02/15/2022		M		1,709	A	\$0	25,206	D	
Common Stock	02/15/2022		F		593	D	\$28.37	24,613	D	
Common Stock	02/15/2022		M		2,090	A	\$0	26,703	D	
Common Stock	02/15/2022		F		605	D	\$28.37	26,098	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				
Restricted Stock Units	\$0	02/15/2022		M		873	02/15/2019 <sup>(1)</sup>	02/16/2022	Common Stock	873	\$0	0	D	
Restricted Stock Units	\$0	02/15/2022		M		907	02/15/2020 <sup>(1)</sup>	02/16/2023	Common Stock	907	\$0	907	D	
Restricted Stock Units	\$0	02/15/2022		M		1,709	02/15/2021 <sup>(2)</sup>	02/15/2024	Common Stock	1,709	\$0	0	D	
Restricted Stock Units	\$0	02/15/2022		M		2,090	02/15/2022 <sup>(3)</sup>	02/15/2025	Common Stock	2,090	\$0	6,270	D	

**Explanation of Responses:**

- Date at which first vesting occurs is indicated. One-fourth of the total number of RSUs vest on the first vesting date and an additional one-fourth vest on each anniversary thereafter, until the RSUs are fully vested. Upon vesting, shares will be issued on a one-for-one basis.
- Date at which first vesting occurs is indicated. One fourth of the total number of RSUs vest on February 15, 2021, and 6.25% of the remaining award vest in equal quarterly installments commencing thereafter.
- Date at which first vesting occurs is indicated. One fourth of the total awards vest on February 15, 2022, and 6.25% of the remaining award vest in equal quarterly installments commencing thereafter.

/s/ Linda C. Frazier, attorney in fact 02/16/2022

\*\* 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.