

Edgar Filing: LENDINGTREE INC - Form 424B3

LENDINGTREE INC  
Form 424B3  
February 26, 2002

Filed Pursuant to Rule 424(b)(3)  
Registration Number 333-60688

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Prospectus Supplement No. 2  
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LENDINGTREE, INC.

Up to 24,099,365 shares of Common Stock  
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This prospectus supplement relates to the resale by a holder of shares of LendingTree's common stock. This is a supplement to the prospectus dated July 2, 2001, forming a part of the Registration Statement on Form S-3 (Registration No. 333-60688) filed by LendingTree, Inc. with the Securities and Exchange Commission. The prospectus was previously supplemented by prospectus supplement no. 1 dated August 16, 2001.

This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated July 2, 2001, as supplemented hereby and by prospectus supplement no. 1 dated August 16, 2001, and is qualified by reference to such prospectus except to the extent that information contained herein or in prospectus supplement no. 1 supersedes the information contained in the prospectus.

SELLING STOCKHOLDERS

Merrill Lynch, Pierce, Fenner & Smith Incorporated transferred the 112,290 shares of common stock beneficially owned by it to its affiliate ML IBK Positions, Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated is a direct wholly-owned subsidiary of Merrill Lynch & Co., Inc., and ML IBK Positions, Inc. is an indirect wholly-owned subsidiary of Merrill Lynch & Co., Inc. This transferee was not identified in the prospectus.

The following table sets forth, as of the date of this prospectus supplement, the name of the above-described transferee, the number of our shares owned by the transferee as of such date, the number of our shares owned by the transferee that may be offered for sale from time to time by the prospectus (as supplemented hereby) and the number of our shares to be held by the transferee assuming the sale of all of the shares offered hereby.

| Name of Selling<br>Stockholder | Shares<br>Beneficially<br>Owned | Percent of<br>Outstanding<br>LendingTree<br>Stock | Shares That<br>May be<br>Offered | Unregistered                         | Percent of<br>Outstanding<br>LendingTree<br>Stock |
|--------------------------------|---------------------------------|---------------------------------------------------|----------------------------------|--------------------------------------|---------------------------------------------------|
|                                |                                 |                                                   |                                  | Shares<br>Owned<br>After<br>Offering |                                                   |

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|                        |         |   |         |    |
|------------------------|---------|---|---------|----|
| ML IBK Positions, Inc. | 112,290 | * | 112,290 | -- |
|------------------------|---------|---|---------|----|

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\* Less than one percent.