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BASCOBER	T PAUL J											
Form 4												
December 10), 2018											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
	UNITE	D STATES		ITIES A				NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1	F CHAN	CHANGES IN BENEFICIAL OWN SECURITIES						Expires: Estimated a	•			
	Form 4 or								burden hours per response 0.5			
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 1	7(a) of the		ility Ho	lding C	omp	pany	Act of	ge Act of 1934, f 1935 or Sectio 40		0.0	
(Print or Type F	Responses)											
BASCOBERT PAUL J Sy				2. Issuer Name and Ticker or Trading Symbol XO GROUP INC. [XOXO]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of		-	-	J		(Chec	k all applicable	e)	
C/O XO GR	OUP INC., 19 AY, 25TH FLO	95	(Month/D 12/06/20	ay/Year)	ransacu	511			Director X Officer (give below)		Owner er (specify	
			mendment, Date Original Ionth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEW YORI	K, NY 10007								Form filed by N Person			
(City)	(State)	(Zip)	Table	e I - Non-	Derivati	ve Se	ecuri	ties Acc	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Month/Day/Year) Execution Date, any (Month/Day/Yea		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			l of	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)		
Common Stock	12/06/2018			F	455		D	\$ 34.6	45,001	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and 8. Price of 9. Nt 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Amount of Derivative Deriv Underlying Security or Exercise any Code of (Month/Day/Year) Security Secu (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Securities (Instr. 5) Derivative Bene Derivative (Instr. 3 and 4) Securities Own Security Acquired Follo (A) or Repo Disposed Trans of (D) (Insti (Instr. 3, 4, and 5) Amount or Date Expiration Title Number Exercisable Date of Code V (A) (D) Shares

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Reporting Owners

Reporting Owner Name / Address		Relation	nships					
	Director	10% Owner	Officer	Other				
BASCOBERT PAUL J C/O XO GROUP INC. 195 BROADWAY, 25TH FLOOR NEW YORK, NY 10007			President					
Signatures								
/s/ JEFFREY YIN, attorney-in-fact	12/10)/2018						
<u>**</u> Signature of Reporting Person	Da	ate						
Explanation of Responses:								

* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.