

Expedia, Inc.
Form 4
August 11, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BATTLE A GEORGE

(Last) (First) (Middle)

**5858 HORTON STREET, SUITE
350**

(Street)

EMERYVILLE, CA 94608

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Expedia, Inc. [EXPE]

3. Date of Earliest Transaction
(Month/Day/Year)
08/09/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 ⁽¹⁾	08/09/2005		J ⁽¹⁾		0	A (1)	<u>1</u> 0
							I
							N/A ⁽¹⁾

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

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SEC 1474
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Restricted Stock Units <u>(2)</u>	\$ 0	08/09/2005		A		7,500		08/09/2006 <u>(2)</u>	08/09/2008 <u>(2)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 0.97	08/09/2005		A		3,166		08/09/2005 <u>(3)</u>	02/13/2012 <u>(3)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 0.86	08/09/2005		A		116,123		08/09/2005 <u>(3)</u>	05/10/2012 <u>(3)</u>	Common Stock	1
Options to Purchase Common Stock <u>(3)</u>	\$ 4.88	08/09/2005		A		92,898		08/09/2005 <u>(3)</u>	04/01/2013 <u>(3)</u>	Common Stock	9
Options to Purchase Common Stock	\$ 13.14	08/09/2005	<u>(3)</u>	A <u>(3)</u>		2,850		08/09/2005 <u>(3)</u>	01/02/2014 <u>(3)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 26.29	08/09/2005		A		2,850		08/09/2005 <u>(3)</u>	04/01/2014 <u>(3)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 25.06	08/09/2005		A		2,850		08/09/2005 <u>(3)</u>	07/01/2014 <u>(3)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 22.98	08/09/2005		A		2,850		08/09/2005 <u>(3)</u>	10/01/2014 <u>(3)</u>	Common Stock	
Options to Purchase Common Stock <u>(3)</u>	\$ 19.54	08/09/2005		A		2,850		08/09/2005 <u>(3)</u>	01/03/2015 <u>(3)</u>	Common Stock	
Options to Purchase	\$ 19.64	08/09/2005		A		2,850		08/09/2005 <u>(3)</u>	04/01/2015 <u>(3)</u>	Common Stock	

Common
Stock (3)Options to
Purchase
Common
Stock (3)

\$ 21.03

08/09/2005

A

2,850

08/09/2005⁽³⁾07/01/2015⁽³⁾Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BATTLE A GEORGE 5858 HORTON STREET SUITE 350 EMERYVILLE, CA 94608	X

Signatures

/s/ Amy E. Weaver, as attorney-in-fact for A. George "Skip"

Battle

08/11/2005

**Signature of Reporting Person

Date

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).

- Does not include 5,067 shares of Expedia common stock held by Mr. Battle's wife as Custodian under CAUTMA for Catherine McNelley
- (1) and does not include 9,999 shares of Expedia common stock held by The Battle Family Foundation as to which Mr. Battle disclaims beneficial ownership.
- (2) Represents restricted stock units granted as of August 9, 2005 under the Expedia, Inc. 2005 Stock and Annual Incentive Plan, which vest in equal annual installments over 3 years.
- (3) In connection with the spin-off of Expedia, Inc. from IAC/InterActiveCorp ("IAC") on August 9, 2005, former vested options to purchase IAC common stock were adjusted into options to purchase IAC common stock and options to purchase Expedia common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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