

## Edgar Filing: EXPEDIA INC - Form 425

EXPEDIA INC  
Form 425  
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Email message, dated June 2, 2002, from Richard Barton, President and Chief Executive Officer of Expedia, Inc. to the employees of Expedia, Inc.:

Over the weekend, USA Interactive notified our board of directors that it would like to purchase the shares in Expedia that it doesn't already own. It did the same for its 2 other majority owned public subsidiaries, Ticketmaster-Citysearch, and Hotels.com. This is part of USA's strategy to create a more integrated interactive commerce experience for the millions of customers of its leading properties. I believe that such a strategy is quite sound, and I also believe that Expedia and its people are the cornerstone of USAI's ability to make this dream a reality. The aggressiveness with which Expedia has pursued early integration with Ticketmaster, Citysearch, and the USA Travel Channel is a great early indicator of what might be possible. I see this as yet another opportunity for us to stomp on the gas, broaden Expedia's view, and lengthen its reach.

The process on this will stretch out over a few weeks at least. First, the board of directors will form a special committee of independent directors to evaluate the USA offer relative to what is in the best interests of our shareholders and employees.

It should be quite obvious to you all that the reason for USAI's interest in us is due to the fact that Expedia has pretty much kicked butt. Needless to say, this was not why Sabre bought Travelocity recently. Two and a half years ago we were half the size of Travelocity and in the March quarter we were 40% larger. I don't say this so we get comfortable with our products, our service, or our competitive position. Don't get comfortable. We are really truly only one click away from our competition. However, facts are facts, and you guys have really kicked some serious butt. I want you to know, that should this offer from USAI not go through, we are going to continue to kick butt. I'll keep everyone posted.

Rich

### **About Expedia, Inc.**

Expedia, Inc. (NASDAQ: EXPE) is the world's leading online travel service and was the seventh largest travel agency in the United States in 2001. To meet the needs of travelers around the globe, it operates Expedia.com in the United States and localized versions throughout Europe and Canada. Expedia.com helps travelers travel right with a wide variety of travel products and services, such as Expedia® Special Rate hotels and vacation rentals with the guaranteed lowest prices. Expedia operates Classic Custom Vacations, Inc., a leading wholesaler of premiere vacation packages to destinations such as Hawaii, Mexico, Europe and the Caribbean. Travelscape, Inc., wholly owned by Expedia, also operates as WWTE, a private-label online travel business that supplies car and hotel inventory to third parties. Expedia is a majority-owned subsidiary of USA Interactive (NASDAQ: USAI).

### **Important Disclosures**

INVESTORS AND SECURITY HOLDERS ARE URGED TO READ USA INTERACTIVE'S EXCHANGE OFFER STATEMENT FOR EXPEDIA, INC. TO BE INCLUDED IN A REGISTRATION STATEMENT TO BE FILED WITH THE SECURITIES AND EXCHANGE COMMISSION WHEN IT BECOMES AVAILABLE BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION. INVESTORS AND SECURITY HOLDERS WILL BE ABLE TO OBTAIN THIS DOCUMENT AND OTHER FILED DOCUMENTS FREE OF CHARGE AT THE SEC'S WEBSITE AT WWW.SEC.GOV. IN ADDITION, THIS REGISTRATION STATEMENT MAY ALSO BE OBTAINED FREE OF CHARGE BY CONTACTING USA INTERACTIVE, 152 WEST 57TH STREET, NEW YORK, NEW YORK, 10019, ATTENTION: INVESTOR RELATIONS.

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