

Expedia, Inc.  
Form 8-K  
October 28, 2010

## **FORM 8-K**

### **CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): October 28, 2010**

## **Expedia, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**000-51447**  
**(Commission File Number)**

**20-2705720**  
**(IRS Employer**

**Identification Number)**

**333 108th Avenue NE, Bellevue, Washington**

**98004**

**(Address of Principal Executive Offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: (425) 679-7200**

## Edgar Filing: Expedia, Inc. - Form 8-K

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

On October 28, 2010, the Company announced its financial results for the quarter ended September 30, 2010. The full text of this press release, appearing in Exhibit 99.1 hereto, is incorporated herein by reference.

Expedia makes reference to non-GAAP financial information in the press release. Information regarding these non-GAAP financial measures is contained in the press release.

**Item 7.01. Regulation FD Disclosure**

Company management intends to make presentations to various investors, analysts and others during October, November and December of 2010, using the slides containing Company information attached to this report as Exhibit 99.2.

Pursuant to General Instruction B.2. to Form 8-K, the information set forth in this Item 7.01 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

**Item 8.01. Other Events**

On October 28, 2010, the Company announced that its Executive Committee, acting on behalf of its Board of Directors, has (i) declared a quarterly cash dividend of \$0.07 per share of outstanding common stock payable on December 9, 2010, to stockholders of record as of the close of business on November 18, 2010, and (ii) authorized the repurchase of up to 20 million shares of the Company's common stock. The repurchase authorization does not have a fixed termination date and is in addition to the approximately 3.4 million shares that may be repurchased under a program authorized by the Board of Directors in 2006.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 Press release of Expedia, Inc., dated October 28, 2010.

99.2 Expedia, Inc. Third Quarter 2010 Company Overview.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXPEDIA, INC.

Date: October 28, 2010.

By:  
Name:  
Title:

/s/ MICHAEL B. ADLER  
Michael B. Adler  
Chief Financial Officer

**EXHIBIT INDEX**

- 99.1 Press release of Expedia, Inc., dated October 28, 2010.
- 99.2 Expedia, Inc. Third Quarter 2010 Company Overview.