Expedia, Inc. Form 4 November 08, 2016

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

**OMB** Number:

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**OMB APPROVAL** 

response...

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

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

(Middle)

(Zip)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Liberty Interactive Corp

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) Expedia, Inc. [EXPE]

(Check all applicable)

(Street)

(State)

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

11/04/2016

X\_ Director \_\_ 10% Owner \_ Other (specify Officer (give title below)

12300 LIBERTY BOULEVARD

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Filed(Month/Day/Year)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

ENGLEWOOD, CO 80112

(City)

|                                      |                                      | Table 1 Tion Delivative Securities Required, Disposed 61, 61 Denembrany 6 when |  |  |     |       |   |   |  |
|--------------------------------------|--------------------------------------|--|--|--|-----|-------|---|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                    | 3.<br>Transactio<br>Code<br>(Instr. 8) | Transaction Disposed of (D) Code (Instr. 3, 4 and 5) |     |       | 5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) |   | 7. Nature of<br>Indirect Beneficial<br>Ownership<br>(Instr. 4) |
|                                      |                                      |  | Code V                                 | Amount   | (D) | Price | (Instr. 3 and 4)  |   |  |
| Common<br>Stock                      | 11/04/2016                           |  | J <u>(1)</u>                           | 10,807,026   | D   | \$0   | 0   | I | Held through<br>wholly-owned<br>subsidiary                     |
| Class B<br>Common<br>Stock           | 11/04/2016                           |  | J <u>(1)</u>                           | 12,799,999   | D   | \$ 0  | 0   | I | Held through<br>wholly-owned<br>subsidiary                     |
|                                      |                                      |  |  |  |     |       |   |   |  |

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

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### Edgar Filing: Expedia, Inc. - Form 4

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

| 1. Title of | f 2.         | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exer     | cisable and | 7. Titl | le and      | 8. Price of | 9. Nu  |
|-------------|--------------|---------------------|--------------------|------------|------------|------------------|-------------|---------|-------------|-------------|--------|
| Derivativ   | e Conversion | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D     | ate         | Amou    | ınt of      | Derivative  | Deriv  |
| Security    | or Exercise  |                     | any                | Code       | of         | (Month/Day/      | /Year)      | Under   | rlying      | Security    | Secui  |
| (Instr. 3)  | Price of     |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e                |             | Secur   | ities       | (Instr. 5)  | Bene   |
|             | Derivative   |                     |                    |            | Securities | S                |             | (Instr. | . 3 and 4)  |             | Own    |
|             | Security     |                     |                    |            | Acquired   |                  |             |         |             |             | Follo  |
|             |              |                     |                    |            | (A) or     |                  |             |         |             |             | Repo   |
|             |              |                     |                    |            | Disposed   |                  |             |         |             |             | Trans  |
|             |              |                     |                    |            | of (D)     |                  |             |         |             |             | (Instr |
|             |              |                     |                    |            | (Instr. 3, |                  |             |         |             |             |        |
|             |              |                     |                    |            | 4, and 5)  |                  |             |         |             |             |        |
|             |              |                     |                    |            |            |                  |             |         | A           |             |        |
|             |              |                     |                    |            |            |                  |             |         | Amount      |             |        |
|             |              |                     |                    |            |            | Date             | Expiration  | T:41-   | or<br>Namel |             |        |
|             |              |                     |                    |            |            | Exercisable Date | Title       | Number  |             |             |        |
|             |              |                     |                    | C-1- V     | (A) (D)    |                  |             |         | of          |             |        |
|             |              |                     |                    | Code v     | (A) (D)    |                  |             |         | Shares      |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| . 9                            | Director      | 10% Owner | Officer | Other |  |  |  |
| Liberty Interactive Corp       |               |           |         |       |  |  |  |
| 12300 LIBERTY BOULEVARD        | X             | X         |         |       |  |  |  |
| ENGLEWOOD, CO 80112            |               |           |         |       |  |  |  |

### **Signatures**

Liberty Interactive Corporation By: /s/ Craig Troyer Title: Vice President, Deputy General Counsel and Assistant Secretary

11/08/2016

\*\*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).
  - On November 4, 2016, the Reporting Person completed its previously announced split-off (the "Split-Off") of its wholly-owned subsidiary Liberty Expedia Holdings, Inc. ("Splitco"), pursuant to which the Reporting Person redeemed (i) 0.4 of each outstanding share
- (1) of its Series A Liberty Ventures common stock for 0.4 of a share of Splitco's Series A common stock and (ii) 0.4 of each outstanding share of its Series B Liberty Ventures common stock for 0.4 of a share of Splitco's Series B common stock. In connection with the Split-Off, the Reporting Person's beneficial ownership of the Common Stock and Class B Common Stock was transferred to Splitco.

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.

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