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EXPEDIA INC Form 4 October 25, 2002

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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**

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Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Adda BARTON RICH			e and Tick NC. (EXP		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) 13810 S.E. EAST SUITE 400	of Reporting Person,					ement for h/Day/Year 2002	X I 109 X 0 Oth	Sister (Check an applicable) Let Director O'N Owner Cofficer (give title below) Other (specify below) Cresident and CEO			
BELLEVUE, WA					Date o	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	p)	Table I Non-Derivative Securities Acquired, Disposed of, or Benefic								icially Owned	
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 8			es Acq d of (I	uired (A)))	5. Amount of Securities Beneficially Owned Follow-	-	6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)		ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)
COMMON STOCK	10/23/02		M		5,000	A	\$4.92				
COMMON STOCK	10/23/02		S		5,000	D	\$55.93	28	3,929	D	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

-	(**8*, F ****, **************************												
	1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
	Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
	Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial	
		Price of		Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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` /		Day/ Year)	`	(Instr. 8)	Acq (A) Disp of (posed D) tr. 3,	Year)		(Instr. 3 & 4)		F F 7	Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I)	(Instr. 4)
				Code V	/ (A)	(D)	Exer-cisable	Expira- tion Date		Amount or Number of Shares			(Instr. 4)	
Options (Right to Buy)	\$4.92	10/23/02		M		5,000	(1)		Common Stock	5,000	\$4.92	387,575	D	

Explanation of Responses:

(1) 219,394 shares shall vest on 1/1/00; 292,525 shares shall vest on 7/1/01; and 365,656 shares shall vest on 1/1/03.

By: /s/ Richard N. Barton
by Maja D. Chaffe, his attorney-in-fact

**Signature of Reporting Person

10-25-02
Date

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).