

EXPEDIA INC
Form 4
December 03, 2002

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

OMB APPROVAL

FORM 4

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

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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

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1. Name and Address of Reporting Person* BRITTON MARK S. (Last) (First) (Middle) 13810 S.E. EASTGATE WAY SUITE 400 (Street) BELLEVUE, WA 98005 (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol EXPEDIA, INC. (EXPE)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President and General Counsel	
3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year 11/29/02		7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
5. If Amendment, Date of Original (Month/Day/Year)					

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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	11/29/02		M		3,125	A	\$44.55			Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	11/29/02		S		3,125	D	\$76.18	0		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date	3A. Deemed Execution Date,	4. Transaction Code	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially	10. Ownership Form
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	Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	(Instr. 8)	Securities		Year	(Instr. 3 & 4)		Owned Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	
					Acquired (A) or Disposed of (D)	(Instr. 3, 4 & 5)		Date Exer-cisable	Expira-tion Date			Title
Options (Right to Buy)	\$44.55	11/29/02		M		3,125 ⁽¹⁾	08/02/08	Common Stock	3,125	\$44.55	21,875	D
Common Stock Warrants (Right to Buy)	\$52.00	11/29/02		S		900 ⁽²⁾	02/04/09	Common Stock	900	\$40.88	13,167	D

Explanation of Responses:

(1) 3,125 shares vested on 8/02/02, and 3,125 shares shall vest every six month period thereafter.

(2) 900 shares vested on 11/08/02 and 900 shares shall vest every six months thereafter.

By: /s/ **Mark S. Britton** 12/03/2002
 by **Maja D. Chaffe, his attorney-in-fact** Date
 **Signature of Reporting Person

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

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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