**SEC Form 4**

**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 or Section 30(h) of the Investment Company Act of 1940

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**1. Name and Address of Reporting Person**

   **KHOSROWSHAHI DARA**

   (Last) (Middle) (First)

   C/O EXPEDIA GROUP, INC.

   333 - 108TH AVENUE N.E.

   BELLEVUE WA 98004

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**2. Issuer Name and Ticker or Trading Symbol**

   **Expedia Group, Inc. [EXPE]**

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

   **08/01/2019**

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**4. If Amendment, Date of Original Filed (Month/Day/Year)**

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**5. Relationship of Reporting Person(s) to Issuer**

   **X** Director

   **10% Owner**

   **Officer (give title below)**

   **Other (specify below)**

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

   **X** Form filed by One Reporting Person

   **Form filed by More than One Reporting Person**

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 4)</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>(A) or (D)</th>
<th>Price</th>
<th>Amount of Shares Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>08/01/2019</td>
<td><strong>M</strong></td>
<td>100,000</td>
<td>A</td>
<td>$65.75</td>
<td>527,115</td>
<td>D</td>
<td>By Children's Trust (2)</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/01/2019</td>
<td><strong>S</strong></td>
<td>100,000</td>
<td>D</td>
<td>$132.0742(1)</td>
<td>427,115</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>21,910</td>
<td>I</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The price in Column 4 is a weighted average sale price. The prices actually received ranged from $131.54 to $132.54. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

2. The reporting person disclaims beneficial ownership of these shares.

3. Date at which first vesting occurs is indicated. One-fourth of the total number of options to purchase the Company’s common stock vests on the first vesting date and an additional one-fourth on each anniversary thereafter until fully vested.

/s/ Michael S. Marron

Attorney-in-fact

08/02/2019

**Signature of Reporting Person**

**Date**

**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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 4)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Options to Purchase Common Stock</td>
<td>$65.75</td>
<td>08/01/2019</td>
<td><strong>M</strong></td>
<td>100,000</td>
<td>03/13/2014(1)</td>
<td>03/13/2020</td>
<td>Common Stock</td>
<td>100,000</td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

1. The price in Column 4 is a weighted average sale price. The prices actually received ranged from $131.54 to $132.54. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

2. The reporting person disclaims beneficial ownership of these shares.

3. Date at which first vesting occurs is indicated. One-fourth of the total number of options to purchase the Company’s common stock vests on the first vesting date and an additional one-fourth on each anniversary thereafter until fully vested.

/s/ Michael S. Marron

Attorney-in-fact

08/02/2019

**Signature of Reporting Person**

**Date**

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