

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>Pickerill Alan R</u> (Last) (First) (Middle) <u>C/O EXPEDIA, INC.</u> <u>333 - 108TH AVENUE N.E.</u> (Street) <u>BELLEVUE WA 98004</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Expedia, Inc. [EXPE]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP & CFO</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/02/2018</u> | |
| 4. If Amendment, Date of Original Filed (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 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |

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 Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Options to Purchase Common Stock | \$104.5 | 03/02/2018 | | A | | 51,280 | | (1) | 03/02/2025 | Common Stock | 51,280 | \$0.0000 | 51,280 | D | |
| Options to Purchase Common Stock | \$104.5 | 03/02/2018 | | A | | 40,502 | | 02/15/2019 ⁽²⁾ | 03/02/2025 | Common Stock | 40,502 | \$0.0000 | 40,502 | D | |
| Options to Purchase Common Stock | \$104.5 | 03/02/2018 | | A | | 40,502 | | 03/02/2020 ⁽³⁾ | 03/02/2025 | Common Stock | 40,502 | \$0.0000 | 40,502 | D | |
| Restricted Stock Units | \$0.0000 | 03/02/2018 | | A | | 10,125 | | 02/15/2019 ⁽⁴⁾ | 03/02/2022 | Common Stock | 10,125 | \$0.0000 | 10,125 | D | |

Explanation of Responses:

- One-half of the options to purchase the Company's common stock vests, if at all, upon satisfaction of a stock price goal of \$200 measured on the basis of the average of the closing prices of the Company's common stock for either the six or twelve-month period immediately preceding September 15, 2021; and an additional one-half vests, if at all, upon satisfaction of a stock price goal of \$180 measured on the basis of the average of the closing prices of the Company's common stock for either the six or twelve-month period immediately preceding September 30, 2021.
- 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.
- Date at which first vesting occurs is indicated. One-half of the total number of options to purchase the Company's common stock vests on the first vesting date and an additional one-half on the fourth anniversary of the date of grant.
- Date at which first vesting occurs is indicated. One-fourth of the total number of restricted stock units ("RSUs") vests on the first vesting date and an additional one-fourth on each anniversary thereafter until the RSUs are fully vested.

/s/ Michael S. Marron,
Attorney-in-fact

03/06/2018

** 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).

**** 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.

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.