**Form 4 Statement of Changes in Beneficial Ownership**

1. **Name and Address of Reporting Person**
   - Dzielak Robert J
   - C/O Expedia Group, Inc.
   - 1111 Expedia Group Way W.
   - Seattle WA 98119

2. **Issuer Name andTicker or Trading Symbol**
   - Expedia Group, Inc. [EXPE]

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 02/15/2020

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   - 02/15/2020

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

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   - X
     - Form filed by One Reporting Person

7. **Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/15/2020</td>
<td>M</td>
<td>4,567</td>
<td>A</td>
<td>$0.0000</td>
<td>31,374</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>02/15/2020</td>
<td>M</td>
<td>3,187</td>
<td>A</td>
<td>$0.0000</td>
<td>34,561</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>02/15/2020</td>
<td>F</td>
<td>1,898</td>
<td>D</td>
<td>$122.8</td>
<td>32,663</td>
<td>D</td>
</tr>
</tbody>
</table>

8. **Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>$0.0000</td>
<td>02/15/2020</td>
<td>M</td>
<td>3,187</td>
<td>02/15/2019(1)</td>
<td>03/02/2022</td>
<td>Common Stock</td>
<td>$0.0000</td>
<td>6,374</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>$0.0000</td>
<td>02/15/2020</td>
<td>M</td>
<td>4,567</td>
<td>02/15/2020(2)</td>
<td>02/15/2023</td>
<td>Common Stock</td>
<td>$0.0000</td>
<td>13,704</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. 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.
2. Date at which first vesting occurs is indicated. One-fourth of the total number of restricted stock units vests on February 15, 2020 and an additional one-sixteenth on the fifteenth day of the second month in each quarter thereafter until fully vested.

/s/ Michael S. Marron
Attorney-in-fact 02/19/2020

**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 8 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.