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USA INTERACTIVE
Form 8-K
April 10, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 or 15(d) of the
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): April 10, 2003

USA INTERACTIVE
(Exact name of Registrant as specified in charter)

| | | |
|--|--|--|
| Delaware (State or other jurisdiction of incorporation) | 0-20570 (Commission File Number) | 59-2712887 (IRS Employer Identification No.) |
|--|--|--|

| | |
|--|---------------------|
| 152 West 57th Street, New York, NY (Address of principal executive offices) | 10019 (Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code:
(212) 314-7300

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE

On April 10, 2003, USA Interactive, a Delaware corporation (the "Company"), issued a joint press release with Hotels.com, a Delaware corporation ("Hotels") announcing that the Company had entered into an Agreement and Plan of Merger, dated as of April 9, 2003 (the "Merger Agreement"), by and among the Company, Hermitage Merger Corp., a Delaware corporation and wholly owned subsidiary of the Company, and Hotels. Copies of the Merger Agreement and the joint press release issued by the Company and Hotels are attached as Exhibits 2.1 and 99.1 hereto, respectively, and are incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits.

2.1 Agreement and Plan of Merger, dated as of April 9, 2003, by and among USA Interactive, Hermitage Merger Corp. and Hotels.com.

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99.1 Joint Press Release issued by USA Interactive and Hotels.com.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

USA INTERACTIVE

By: /s/ Julius Genachowski

Name: Julius Genachowski
Title: Executive Vice President,
General Counsel and Secretary

Date: April 10, 2003

EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|---|
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| 99.1 | Joint Press Release issued by USA Interactive and Hotels.com. |