

Expedia, Inc.  
Form 3/A  
January 08, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|   |         |  |   |  |
|---|---------|--|---|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement       | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |  |
| Â BREAKWELL SIMON J                       |         | (Month/Day/Year)                           | Expedia, Inc. [EXPE]  |  |
| (Last)                                    | (First) | (Middle)                                   | 05/24/2006  |  |
| 3150 139TH AVENUE SE                      |         |  | 4. Relationship of Reporting Person(s) to Issuer  |  |
| (Street)                                  |         |  | (Check all applicable)  |  |
| BELLEVUE, Â WA Â 98005                    |         |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |
| (City)                                    | (State) | (Zip)                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)  |  |
|   |         |  | 05/26/2006  |  |
| 1. Title of Security                      |         | 2. Amount of Securities Beneficially Owned | 3. Ownership Form:  | 4. Nature of Indirect Beneficial Ownership |
| (Instr. 4)                                |         | (Instr. 4)                                 | Direct (D) or Indirect (I)  | (Instr. 5)                                 |
| Class B Common Stock                      |         | 0  | D   | Â  |
| Common Stock                              |         | 12,179 <sup>(1)</sup>                      | D   | Â  |

**Table I - Non-Derivative Securities Beneficially Owned**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|                                 |   |  |   |   |  |
|---------------------------------|---|--|---|---|--|
| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership |
| (Instr. 4)                      | (Month/Day/Year)                        | (Instr. 4)   | (Instr. 4)                                    | (Instr. 5)                                | (Instr. 5)                                 |



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- (4) Options for 4,770 shares are exercisable as of May 24, 2006, options for 1,589 additional shares are exercisable June 9, 2006 and options for 1,592 additional shares are exercisable July 9, 2006.

- (5) Options for approximately 3,407 shares are exercisable as of May 24, 2006, options for approximately 1,135 additional shares are exercisable June 7, 2006 and options for approximately 1,135 additional shares are exercisable monthly thereafter until the options are fully exercisable February 7, 2007.

- (6) Represents Restricted Stock Units (RSUs) of Expedia received in connection with the Spin-Off. In connection with the Spin-Off, the reporting person's RSUs of IAC common stock were adjusted into RSUs of Expedia common stock. The vesting schedules below reflect vesting dates remaining following the Spin-Off.

- (7) RSUs for 2,745 shares vest on each of February 7, 2007 and February 8, 2008.

- (8) None.

- (9) RSUs for approximately 5,524 shares vest on each of February 4, 2007, February 4, 2008 and February 4, 2009.

- (10) RSUs vest in full on such date subject to the satisfaction of certain performance-related conditions.

- (11) RSUs for approximately 3,766 shares vest on each of February 10, 2007, February 10, 2008, February 10, 2009 and February 10, 2010.

- (12) Each warrant may be exercised for 0.969375 shares of Expedia common stock.

- (13) Reflects a correction to the amount of underlying Expedia common stock.

- (14) Reflects corrected exercise price.

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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