

Expedia, Inc.  
Form 8-K  
June 11, 2010

## 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): June 8, 2010

## Expedia, Inc.

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**000-51447**  
(Commission  
File Number)

**20-2705720**  
(IRS Employer  
Identification Number)

**333 108th Avenue NE, Bellevue, Washington**  
(Address of Principal Executive Offices)

**98004**  
(Zip Code)

Registrant's telephone number, including area code: (425) 679-7200

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The Expedia, Inc. (the Company) annual meeting of stockholders was held on June 8, 2010 (the Annual Meeting). The number of votes cast for and against and the number of abstentions and broker non-votes with respect to each proposal voted upon at the Annual Meeting are set forth below.

**Proposal 1 Election of Directors.** The stockholders elected ten directors of the Company, three of whom were elected by holders of common stock only (Common Stock Nominees), and seven of whom were elected by holders of common stock, Class B common stock and Series A preferred stock voting together as a single class (Combined Stock Nominees), each to hold office until the next annual meeting of stockholders or until their successors have been duly elected and qualified (or, if earlier, such director's removal or resignation from the Board of Directors). Stockholders voted as follows:

|                                | For         | Withheld   | Broker<br>Non-Votes |
|--------------------------------|-------------|------------|---------------------|
| <i>Common Stock Nominees</i>   |             |            |                     |
| A. George Skip Battle          | 217,310,219 | 3,577,724  | 12,336,478          |
| Craig A. Jacobson              | 217,572,528 | 3,315,415  | 12,336,478          |
| Peter M. Kern                  | 217,571,218 | 3,316,725  | 12,336,478          |
| <i>Combined Stock Nominees</i> |             |            |                     |
| Barry Diller                   | 458,883,058 | 18,004,865 | 12,336,478          |
| Dara Khosrowshahi              | 472,690,149 | 4,197,774  | 12,336,478          |
| Victor A. Kaufman              | 472,555,922 | 4,332,001  | 12,336,478          |
| Jonathan L. Dolgen             | 473,571,820 | 3,316,103  | 12,336,478          |
| William R. Fitzgerald          | 458,732,126 | 18,155,797 | 12,336,478          |
| John C. Malone                 | 472,300,447 | 4,587,476  | 12,336,478          |
| José A. Tazón                  | 473,571,367 | 3,316,556  | 12,336,478          |

**Proposal 2 Ratification of appointment of independent registered public accounting firm.** The stockholders ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2010. Stockholders voted as follows:

| For         | Against | Abstain |
|-------------|---------|---------|
| 488,654,919 | 489,995 | 79,487  |

**SIGNATURE**

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 hereunto duly authorized.

Date: June 11, 2010.

EXPEDIA, INC.

By: /s/ BURKE F. NORTON  
Name: **Burke F. Norton**  
Title: **Executive Vice President, General Counsel and Secretary**