

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):

October 26, 2000

USA NETWORKS, INC.

(Exact Name of Registration business as Specified in Its Charter)

Delaware	0-20570	59-2712887
(State or other Jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

152 West 57th Street, New York, New York 10019
(Address, including zip code, of Principal Executive Offices)

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

Item 7(c). Exhibits.

99.1 Press Release dated October 26, 2000.

99.2 Forward-Looking Financial Information

Item 9. Regulation FD Disclosure

On October 26, 2000, the Registrant issued a press release announcing its results for the quarter ended September 30, 2000. The full text of this press release, appearing in Exhibit 99.1 hereto, and forward-looking financial information, appearing in Exhibit 99.2 hereto, are furnished and not filed pursuant to Regulation FD.

SIGNATURES

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

Date: October 26, 2000

USA NETWORKS, INC.

By: /s/ Julius Genachowski

Name: Julius Genachowski
Title: Senior Vice President and
General Counsel

EXHIBIT INDEX

- 99.1 Press Release dated October 26, 2000.
- 99.2 Forward-Looking Financial Information.

USA
NETWORKS
INC

FOR IMMEDIATE RELEASE

OCTOBER 26, 2000

22% HIGHER EBITDA AT USA NETWORKS, INC.
7 CONSECUTIVE QUARTERS OF GREATER THAN 20% EBITDA GROWTH

NEW YORK, NEW YORK, October 26, 2000 - USA Networks, Inc. (NASDAQ: USAI) announced today its financial results for the quarter ended September 30, 2000. On a pro forma comparative basis, USAI generated 22% higher EBITDA on 21% higher revenue from its operating businesses.

- - USA NETWORK and SCI FI combined for a 9.9% increase in revenue to \$265.1 million and 32.2% higher EBITDA to \$109.6 million for Q3.
- - USA averaged a 2.0 rating and delivered more adult viewers than any other cable network in primetime during the period. In the most recent period:
 - Sunday primetime is up more than 30% in household rating and in delivery of targeted adult demos even without WWF.
 - Newly acquired female targeted movies on Saturday have increased delivery to women 25-54 by 76%.
 - Recently acquired sitcoms have lifted daytime viewing in the top three adult demo categories.
 - Late night viewing among hard to reach adults 18-34 is up 21%
- - SCI FI continues its extraordinary growth, increasing revenue by 40.4% to \$64.6 million and EBITDA by 67% to \$22.4 million in Q3. SCI FI increased its average primetime delivery by 26% to 578,000 households in Q3 and is now the #1 network in its concentration of adult viewers 25-54, ahead of all cable and broadcast television networks.
- - SCI FI's 7 1/2 hours of weekly original programming helped lift the channel's average primetime Q3 rating by 13% to a record 0.9, including a 1.0 rating during the Olympics. Original episodes of INVISIBLE MAN, produced by Studios USA, are averaging a 1.3 rating on SCI FI, and an additional 0.5 national household rating from syndication through Studios USA.
- - STUDIOS USA has become the 3rd largest producer of primetime network and first-run syndicated programming, delivering three new fall series - DEADLINE, WELCOME TO NEW YORK, and THE DISTRICT - all of which are among the major networks' top-rated new shows. ARREST & TRIAL is the #1 rated new first-run series on television.
- - STUDIOS USA'S LAW & ORDER began its 11th season and is delivering more adult viewers 18 - 49 than WHO WANTS TO BE A MILLIONAIRE and WEST WING during Wednesday primetime. LAW & ORDER: SVU, the only new show last year to receive a multi-year renewal, premiered this fall as the #1 show on Friday night. USA Network's airing of SVU augments NBC's delivery by more than 10% every week.
- - HSN strengthened its position as the world's #1 distributed television retailer, expanding to more than 130 million households during the period.
- - HSN grew its combined operating revenue by 20.2% to \$422.6 million and EBITDA by 9.0% to \$58.7 million in Q3.
- - HSN attracted 575,000 new U.S. customers during the quarter, a 17% increase versus Q3, increasing its active customer base with virtually zero customer acquisition cost or marketing expense.
- - HOT GERMANY grew revenue by 36.4% to \$53.8 million and EBITDA increased by 31.4% to \$4.9 million.
- - TICKETMASTER sold 20.2 million tickets during the period, a 14.4% increase versus Q3 1999, and grew ticketing revenue by 18.8% to \$124.9 million.
- - TICKETMASTER ONLINE accounted for 25.2% of tickets sold by Ticketmaster in the U.S., Canada and U.K. versus 15.0% in Q3 1999. For the sixth consecutive month, Ticketmaster.com was the #2 Web retailer among US home users with 595,000 buying customers in August 2000, according to PC Data Online.
- - HOTEL RESERVATIONS NETWORK increased revenue by 99% to \$94.6 million and increased EBITDA by 110% to \$13.9 million for Q3. HRN grew its affiliate base to more than 3,400 affiliate web sites and expanded into 23 additional markets during the period.
- - PRECISION RESPONSE increased revenue 23% to \$70.2 million and EBITDA by 34% to \$11.1 million versus Q3 1999.

FINANCIAL RESULTS

On a comparative pro forma basis, USAi reported the following:

	THREE MONTHS ENDED SEPTEMBER 30,			
	ACTUAL 2000 ----	PRO FORMA 1999 ----	GROWTH -----	
(\$ IN MILLIONS)				
REVENUES - OPERATING BUSINESSES				
Cable and studios.....	\$336.0	\$307.1	9.4%	Cable networks grew 9.9%
Electronic retailing - domestic.....	368.8	312.3	18.1%	Combined HSN domestic and Germany grew 20.2%
Electronic retailing - Germany.....	53.8	39.5	36.4%	
Ticketing.....	124.9	105.2	18.8%	
Hotel reservations.....	94.6	47.7	98.6%	
Teleservices.....	70.2	57.0	23.1%	
Other.....	0.5	0.0		
	-----	-----	-----	
SUB-TOTAL - OPERATING.....	1,048.9	868.7	20.7%	
REVENUES - EMERGING BUSINESSES				
Online city guides and related.....	21.6	9.7		
Internet commerce.....	5.3	7.4		
Electronic commerce services.....	7.2	6.2		
Electronic retailing - other international.....	3.9	2.5		
Broadcasting.....	5.3	2.3		
Filmed entertainment.....	14.5	27.9		
Emerging networks.....	8.6	0.3		
	-----	-----	-----	
SUB-TOTAL - EMERGING.....	66.3	56.3		
	-----	-----	-----	
TOTAL.....	\$1,115.2 =====	\$924.9 =====	20.6% =====	
EBITDA - OPERATING BUSINESSES				
Cable and studios.....	\$118.5	\$92.8	27.6%	Cable networks grew 32.2%
Electronic retailing - domestic.....	53.8	50.1	7.3%	Combined HSN domestic and Germany grew 9.0%
Electronic retailing - Germany.....	4.9	3.7	31.4%	
Ticketing.....	20.1	21.3	(5.7%)	(a)
Hotel reservations.....	13.9	6.6	110.4%	
Teleservices.....	11.1	8.3	34.4%	
Corporate and other.....	(7.5)	(6.3)		
	-----	-----	-----	
SUB-TOTAL - OPERATING.....	214.8	176.5	21.7%	
EBITDA - EMERGING BUSINESSES				
Online city guides and related.....	(14.3)	(17.7)		
Internet commerce.....	(8.7)	12.8		
Electronic commerce services.....	(8.0)	0.5		
Electronic retailing - other international.....	(4.2)	(1.7)		
Broadcasting.....	(13.6)	(9.5)		
Filmed entertainment.....	(5.8)	1.7		
Emerging networks.....	(0.3)	(0.8)		
	-----	-----	-----	
SUB-TOTAL - EMERGING.....	(55.0)	(40.2)		
	-----	-----	-----	
TOTAL.....	\$159.8 =====	\$136.3 =====	18.3% =====	

- - Presented as if the acquisitions of Precision Response Corp., Hotel Reservations Network, October Films and Styleclick and the consolidation of HOT Germany had occurred at the beginning of the periods presented.

- - EBITDA is defined as net income plus, (1) provision for income taxes, (2) minority interest, (3) interest income and expense, (4) depreciation and amortization, (5) amortization of cable distribution fees (\$8.8 million and \$6.9 million, respectively), and (6) amortization of non-cash distribution and marketing expense.

- - Filmed entertainment classified as an emerging business because of the start-up nature of USA Films' operations.

(a) Decline due primarily to costs related to recent acquisitions including TicketWeb and 2b Technology.

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FINANCIAL RESULTS (CONTINUED)

65% of the company's Q3 revenue came from direct consumer transactions, 18% was derived from affiliate and production fees, and 17% was advertising-related.

On a comparative pro forma basis for its three organizational units, USAi reported the following for its operating business:

	THREE MONTHS ENDED SEPTEMBER 30,			
	ACTUAL 2000	PRO FORMA 1999	GROWTH	MIX
	(\$ IN MILLIONS)			
REVENUES - OPERATING BUSINESSES				
Entertainment	\$ 336.0	\$ 307.1	9.4%	32%
Electronic retailing	422.6	351.7	20.2%	40%
Information and Services	289.7	209.8	38.1%	28%
Other	(0.5)	0.0		
	-----	-----	-----	-----
TOTAL	\$ 1,048.9	\$ 868.7	20.7%	100%
	=====	=====	=====	=====
EBITDA - OPERATING BUSINESSES				
Entertainment	\$ 118.5	\$ 92.8	27.6%	55%
Electronic retailing	58.7	53.9	9.0%	27%
Information and Services	45.1	36.1	24.7%	21%
Corporate and other	(7.5)	(6.3)		(3%)
	-----	-----	-----	-----
TOTAL	\$ 214.8	\$ 176.5	21.7%	100%
	=====	=====	=====	=====

EPS AND CASH NET INCOME

FULLY CONVERTED EARNINGS PER SHARE, pro forma, excluding non-operating gains and losses was (\$.02) for the three months ended September 30, 2000, as compared to (\$.01) excluding non-operating gains for the pro forma period in 1999. EPS growth was limited by higher income tax expense, equity losses in unconsolidated investments, higher depreciation charges, and amortization of goodwill in connection with Ticketmaster Online - Citysearch, Inc.'s acquisition of the arts and entertainment portion of Sidewalk.com in Q3 1999 and various other acquisitions by TMCS. The impact of the TMCS transactions would have reduced fully converted earnings per share excluding non-operating gains to (\$.02) in the year ago period.

DILUTED LOSS PER SHARE, pro forma, excluding non-operating gains was (\$.10) for the three months ended September 30, 2000, as compared to a loss of (\$.08) excluding non-operating gains for the pro forma period in 1999. EPS growth was limited by higher income tax expense, equity losses in unconsolidated investments, minority interest, higher depreciation charges, and amortization of goodwill in connection with Ticketmaster Online - Citysearch, Inc.'s acquisition of the arts and entertainment portion of Sidewalk.com in Q3 1999 and various other acquisitions by TMCS. The impact of the TMCS transactions would have increased diluted loss per share excluding non-operating gains to (\$.11) in the year ago period.

FULLY CONVERTED CASH NET INCOME, pro forma, or earnings before the amortization of goodwill, excluding non-operating gains was \$74.2 million for the three months ended September 30, 2000, as compared to \$70.2 million excluding non-operating gains for the pro forma period in 1999.

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Operating Highlights - Pro Forma

ENTERTAINMENT

NETWORKS AND STUDIOS

- - Networks' combined revenue grew by 9.9% to \$265.1 million, and EBITDA improved by 32.2% to \$109.6 million due primarily to increased advertising and affiliate revenue.

	THREE MONTHS ENDED SEPTEMBER 30,		
	2000	1999	GROWTH
	----	----	-----
REVENUE (\$ IN MILLIONS)			
USA Network	\$ 200.5	\$ 195.3	2.7%
SCI FI	64.6	46.0	40.4%
TOTAL	\$ 265.1	\$ 241.3	9.9%
	=====	=====	=====
EBITDA (\$ IN MILLIONS)			
USA Network	\$ 87.2	\$ 69.5	25.5%
SCI FI	22.4	13.4	66.9%
TOTAL	\$ 109.6	\$ 82.9	32.2%
	=====	=====	=====
HOUSEHOLDS (IN MILLIONS @ 9/30)			
USA Network	79.4	76.9	3%
SCI FI	65.1	58.4	11%

Q3 programming highlights include:

- - USA NETWORK

Primetime..... Tied for top rated basic cable network with average 2.0 rating

Demos..... More adult viewers in primetime than any other basic cable network

LAW & ORDER: SVU..... Adults 25-54 up 9% from Q3 99; repeat episodes averaged 1.2 rating

COVER ME / THE HUNTRESS..... Among cable's highest rated original dramas; 1.4 average in Wednesday prime

US Open..... Adults 18-34 up 33% from last year; 1.4 average rating in primetime

JAG Up 31% from last year; 1.7 average rating

NASH BRIDGES..... Males 18-34 up 32% delivery for its time period versus last year; 1.7 average rating

- - SCI FI

Primetime..... Record average rating 0.9, up 13% from Q3 99; 1.0 average rating during Olympics

Delivery..... Record 578,000 average households, up 26% from Q3 99

Demos..... Highest concentration of adults 25-54 of any network on television

INVISIBLE MAN..... Original episodes averaged 1.3 rating; syndication extends reach to 90% of U.S.

FARSCAPE..... 1.5 average rating, 50% improvement over 1999

CROSSING OVER..... Average 0.8 rating at 11pm; 60% increase for its time period vs. Q3 99

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ENTERTAINMENT (CONTINUED)

- - STUDIOS USA

Production..... 3rd largest producer of primetime network and first-run syndicated programming

LAW & ORDER..... Beats "Millionaire" and "West Wing" in Adults 18-49 delivery in Wednesday prime

LAW & ORDER: SVU..... 2nd season premiere was #1 show on Friday night with 9.5 rating

DEADLINE..... Among NBC's top-rated new series; average rating up 60% from lead-in program

WELCOME TO NEW YORK..... 12.7 million viewers watched premiere; most popular new CBS fall show in 6 years

THE DISTRICT..... #1 show in Saturday primetime; among CBS's top-rated new series

ARREST & TRIAL..... #1 new first-run series; 2.5 mm average delivery, up 13% since debut

Talk shows..... 3 of top 7; Maury is #1 among all talk shows in ratings growth, up 13% from '99/00

ELECTRONIC RETAILING

ELECTRONIC RETAILING - DOMESTIC

- - HSN's domestic business grew revenue by 18.1% to \$368.8 million and EBITDA by 7.3% to \$53.8 million due, primarily, to increased units shipped and a slightly higher average price point in Q3.

- - HSN highlights include:

	THREE MONTHS ENDED SEPTEMBER 30,	
	2000	1999
Units shipped (IN MILLIONS).....	8.2	7.8
Domestic on-air gross profit %..... (reflects new accounting rule*)	34.7%	35.4%
Return rate.....	20.2%	19.1%
HSN U.S. cable / DBS homes (IN MILLIONS @ 9/30)	64.6	57.6

* In connection with new accounting regulations, HSN has reclassified shipping and handling revenue from cost of goods sold to revenue. This reclassification had no effect on HSN's reported EBITDA and no significant effect on revenue growth. The effect of the reclassification was to increase HSN revenue and decrease gross-profit for all periods presented.

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ELECTRONIC RETAILING (CONTINUED)

- - HSN highlights include:

- New customers..... Broader home category attracted majority of 1.7 million new customers in 9 months
- NFL Shop..... Exclusive programming has attracted 23% new customers since August launch
- Barbra Streisand..... Exclusive TV retailer for Timeless CD commemorating final live performance
- Betula by Birkenstock.... Launched men's show segment in August, sold an average 1,000 units per minute

- - HSN.com highlights include:

- Sales..... Nearly \$10 million in Q3 sales and profitable EBITDA
- Customers..... Grew its active customers base by 60%
- Functionality..... 99% error-free operating rate since site redesign in August 2000

ELECTRONIC RETAILING - INTERNATIONAL

- - HSN's international services' households, live hours per day, and ownership stake:

	TV HOUSEHOLDS			LIVE HOURS		STAKE
	9/00	9/99	GROWTH	DAILY		
Consolidated:						
	(IN MILLIONS)					
HOT Germany (includes Austria and Switzerland)	28.8	22.7	6.1	16 hours		42%
Home Shopping en Espanol (U.S.)	5.1	2.7	2.4	12 hours		100%
Unconsolidated:						
TVSN (China)	22.4	--	22.4	5 hours		21%
Shop Channel (Japan)	8.6	6.6	2.0	8 hours		30%
HOT LeGrand Magasin (Belgium)	1.4	--	1.4	6 hours		47%

INFORMATION AND SERVICES

TICKETING OPERATIONS / ONLINE TICKETING

- - Combined Ticketmaster / Ticketmaster Online revenue increased by 18.8% to \$124.9 million in Q3 due to market growth, including a 14.8% increase in tickets sold to 20.2 million. EBITDA fell 5.7% to \$20.1 million in Q3 due primarily to costs related to recent acquisitions including TicketWeb and 2b Technology.
- - Ticketmaster.com accounted for 25.2% of total tickets sold by Ticketmaster in the U.S., Canada, and U.K., versus 15.0% in the year ago period. The top-selling events during the period included Ringling Bros. and Barnum & Bailey, WWF, *NSYNC, Dixie Chicks, and Tina Turner.
- - For the sixth consecutive month, Ticketmaster.com was the #2 Web retailer among US home users with 595,000 buying customers in August 2000, according to PC Data Online.

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INFORMATION AND SERVICES (CONTINUED)

- - Ticketing highlights include:

	THREE MONTHS ENDED SEPTEMBER 30,		
	2000	1999	GROWTH
Number of tickets sold (IN MILLIONS).....	20.2	17.6	14.8%
Gross value of tickets sold (IN MILLIONS).....	\$781.6	\$650.8	20.1%
Revenue per ticket - combined.....	\$5.67	\$5.34	6.2%
Revenue per ticket - online.....	\$6.72	\$6.45	4.2%
Share of tickets sold online.....	25.2%	15.0%	(United States, Canada, U.K.)

HOTEL RESERVATIONS

- - Hotel Reservations Network grew revenue by 99% to \$94.6 million, increased EBITDA by 110% to \$13.9 million, and sold 92% more hotel room nights versus Q3 1999.
- - HRN increased its affiliate base to more than 3,400 affiliate web sites during the period.
- - HRN sold 1,732,000 room nights during the first nine months of 2000, compared to 846,000 rooms for the same period last year.

	THREE MONTHS ENDED SEPTEMBER 30,		
	2000	1999	GROWTH
Hotel room nights sold (ROUNDED).....	717,000	374,000	92%
Portion of total revenues generated online...	94%	85%	
Affiliate revenues as % of total revenue.....	53%	44%	
Cities served (AS OF 9/30).....	83	38	118%

ONLINE CITY GUIDES AND RELATED

- - TMCS's total network traffic grew to an estimated 773 million page views during the period, an increase of 108% from Q3 1999. TMCS's combined reach among home and work users increased to 9.7%, and unique users grew 58% to 7.8 million in September.
- - TMCS's combined personals sites, including Match.com and One and Only, attracted a monthly average of 1.7 million unique users in Q3 2000, a 73% annual increase from a year ago. The personals sites currently have nearly 9 million registrants, and approximately 165,000 affiliate sites.
- - Citysearch launched its first national advertising television campaign on USA Network and SCI FI during the period.

INFORMATION AND SERVICES HIGHLIGHTS ALSO INCLUDE:

- - PRECISION RESPONSE grew revenue 23% to 70.2 million while reducing the concentration of its top ten revenue-producing clients to 65% from approximately 70% in the year-ago period. PRC's new clients include Amway, IDT, Nextlink and West AWS.
- - STYLECLICK launched its new merchandising technology and announced strategic alliances with About, Inc., Barrow Industries, Diane von Furstenberg, and Dr. Jay's.
- - ECS's Short Shopping generated \$1.3 million in revenue during Q3 from contextual selling spots, including during USA Network's coverage of the US Open.
- - NBA.com, in partnership with ECS, launched the 2000/2001 season with NBA On-Sale 2000, the first league-wide single game ticket sale. Year-to-date, ECS has processed more than 40,000 merchandise orders for NBA.com.

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STATEMENTS OF OPERATIONS

Due to regulatory restrictions, Universal and Liberty own a significant portion of their interests in USAi through USAi subsidiaries. This structure causes USAi to record net losses in situations where net income would otherwise have been recorded if their ownership were entirely in USAi common stock. Fully converted earnings per share reflect the impact as if all shares exchangeable into common stock had been exchanged during the period.

The actual quarterly results are not comparable due to:

- 1) the acquisition of Hotel Reservations Network in May 1999;
- 2) the acquisition of October Films and certain assets of Polygram Filmed Entertainment in May 1999;
- 3) TMCS's acquisition of the arts and entertainment portion of Sidewalk.com, Match.Com, and One and Only Network;
- 4) the consolidation of Home Order Television as of January 1, 2000; and
- 5) the acquisition of Styleclick.com in August 2000.

SHARES OUTSTANDING AND MARKET CAPITALIZATION

As of October 20, 2000, USAi had outstanding 729.3 million shares, including exchangeable securities, with an aggregate market capitalization of approximately \$13.1 BILLION.

IMPORTANT DISCLOSURES

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include the information relating to possible or assumed future results of operations of USAi, including those preceded by, followed by or that include the words "believes," "projects," "expects," "anticipates" or similar expressions. These statements reflect the current views of USAi with respect to future events. The following important factors, in addition to those described in USAi's filings with the Securities and Exchange Commission, could affect the future results of USAi, and could cause those results to differ materially from those expressed in the forward-looking statements: material adverse changes in economic conditions in the markets served by our businesses; future regulatory actions and conditions in our businesses' operating areas; competition from others; successful integration of our divisions, including recently acquired businesses; product demand and market acceptance; the ability to protect proprietary information and technology or to obtain necessary licenses on commercially reasonable terms; and obtaining and retaining key executives and employees. These forward-looking statements are made as of the date of this press release, and USAi undertakes no obligation to update or revise them, whether as a result of new information, future events or any other reason.

The financial, statistical and other information contained herein is unaudited. USA Network and SCI FI ratings and household delivery data per NMR Galaxy Explorer for NHI defined periods versus same weeks previous year. Subscriber counts based on Nielsen People Meter Installed Sample, September '00 vs. '99. All ratings within each network's coverage area. Studios' syndicated program ratings per NSS (GAA % where applicable), and broadcast network data per NTI for comparable time periods. TMCS and competitor unique users and national reach data per Media Metrix (Digital Media Universe) Key Measures Report, September 2000. SCI FI.com user data per I/PRO Research, September 2000. Subject to qualifications.

USA Networks, Inc. (NASDAQ: USAI) is focused on the new convergence of entertainment, information and direct selling. Formed in February 1998, the Company is organized into three distinct but interrelated units which include the following assets: USA Entertainment's USA Network, SCI FI Channel, TRIO, NWI, Studios USA, USA Films, USA Broadcasting and Interactive Entertainment; USA Electronic Retailing's HSN, HSN International, HSN Interactive; and USA Information and Services' Ticketmaster, Ticketmaster Online-Citysearch (NASDAQ: TMCS), Match.com, Hotel Reservations Network (NASDAQ: ROOM), Electronic Commerce Solutions, Styleclick, Inc. (NASDAQ: IBUY) and Precision Response Corporation.

CONTACTS:	MEDIA RELATIONS:	INVESTOR RELATIONS:
	Adrienne Becker	Roger Clark
	212-314-7254	212-314-7400

USA NETWORKS, INC. AND SUBSIDIARIES
Business Segment Information
Unaudited
(\$ IN THOUSANDS)

THREE MONTHS ENDED SEPTEMBER 30,

	PRO FORMA (a)	ACTUAL	PRO FORMA (a)	ACTUAL
	2000	2000	1999	1999
	-----	-----	-----	-----
REVENUES - OPERATING BUSINESSES				
Cable and studios	\$ 336,047	\$ 336,047	\$ 307,094	\$ 307,094
Electronic retailing - domestic	368,773	368,773	312,259	312,259
Electronic retailing - Germany	53,841	53,841	39,481	--
Ticketing	124,929	124,929	105,188	105,188
Hotel reservations	94,619	94,619	47,652	47,652
Teleservices	70,162	70,162	57,006	--
Other	509	509	--	--
	-----	-----	-----	-----
SUB-TOTAL	1,048,880	1,048,880	868,680	772,193
REVENUES - EMERGING BUSINESSES				
Online city guides and related	21,562	21,562	9,673	9,673
Internet commerce	5,291	5,147	7,447	6,660
Electronic commerce services	7,174	7,174	6,168	6,168
Electronic retailing - other international	3,935	3,935	2,459	2,459
Broadcasting	5,263	5,263	2,341	2,341
Filmed entertainment (c)	14,468	14,468	27,912	27,912
Emerging networks	8,591	8,591	266	266
	-----	-----	-----	-----
SUB-TOTAL	66,284	66,140	56,266	55,479
	-----	-----	-----	-----
Total	\$ 1,115,164	\$ 1,115,020	\$ 924,946	\$ 827,672
	=====	=====	=====	=====
EBITDA - OPERATING BUSINESSES (b)				
Cable and studios	\$ 118,453	\$ 118,453	\$ 92,834	\$ 92,834
Electronic retailing - domestic	53,798	53,798	50,130	50,130
Electronic retailing - Germany	4,922	4,922	3,746	--
Ticketing	20,055	20,055	21,262	21,262
Hotel reservations	13,907	13,907	6,610	6,654
Teleservices	11,120	11,120	8,275	--
Corporate and other	(7,494)	(7,494)	(6,334)	(6,334)
	-----	-----	-----	-----
SUB-TOTAL	214,761	214,761	176,523	164,546
EBITDA - EMERGING BUSINESSES				
Online city guides and related	(14,307)	(14,307)	(17,680)	(17,680)
Internet commerce	(8,734)	(7,290)	(12,807)	(8,292)
Electronic commerce services	(8,001)	(8,001)	483	483
Electronic retailing - other international	(4,213)	(4,213)	(1,728)	(1,728)
Broadcasting	(13,563)	(13,563)	(9,463)	(9,463)
Filmed entertainment (c)	(5,819)	(5,819)	1,735	1,735
Emerging networks	(339)	(339)	(787)	(787)
	-----	-----	-----	-----
SUB-TOTAL	(54,976)	(53,532)	(40,247)	(35,732)
	-----	-----	-----	-----
Total	\$ 159,785	\$ 161,229	\$ 136,276	\$ 128,814
	=====	=====	=====	=====

- (a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.
- (b) EBITDA is defined as net income plus, (1) provision for income taxes, (2) interest income and expense, (3) depreciation and amortization, (4) amortization of cable distribution fees of \$8,845 and \$6,938, (5) amortization of non-cash distribution and marketing expense, and (6) minority interest.
- (c) Filmed entertainment classified as an emerging business because of the start-up nature of USA Films' operations.

USA NETWORKS, INC. AND SUBSIDIARIES
BUSINESS SEGMENT INFORMATION
UNAUDITED
(\$ IN THOUSANDS)

	NINE MONTHS ENDED SEPTEMBER 30,			
	PRO FORMA (a)	ACTUAL	PRO FORMA (a)	ACTUAL
	2000	2000	1999	1999
REVENUES - OPERATING BUSINESSES				
Cable and studios	\$ 1,105,688	\$ 1,105,688	\$ 955,032	\$ 955,032
Electronic retailing - domestic	1,071,203	1,071,203	935,192	935,192
Electronic retailing - Germany	162,220	162,220	116,216	--
Ticketing	395,909	395,909	324,614	324,614
Hotel reservations	227,964	227,964	108,371	70,670
Teleservices	210,023	140,374	153,344	--
Other	1,568	1,568	6,894	6,894
SUB-TOTAL	3,174,575	3,104,926	2,599,663	2,292,402
REVENUES - EMERGING BUSINESSES				
Online city guides and related	58,776	58,776	22,362	22,362
Internet commerce	19,444	17,555	26,641	21,489
Electronic commerce services	15,634	15,634	14,470	14,470
Broadcasting	13,620	13,620	5,691	5,691
Electronic retailing - other international	10,333	10,333	6,275	6,275
Filmed entertainment (d)	65,548	65,548	56,974	39,687
Emerging networks	12,862	12,862	693	693
SUB-TOTAL	196,217	194,328	133,106	110,667
Total	\$ 3,370,792	\$ 3,299,254	\$ 2,732,770	\$ 2,403,070
EBITDA - OPERATING BUSINESSES (b)				
Cable and studios	\$ 396,580	\$ 396,580	\$ 308,024	\$ 308,024
Electronic retailing - domestic	161,965	161,965	140,408	140,408
Electronic retailing - Germany	16,713	16,713	9,264	--
Ticketing	79,006	79,006	67,930	67,930
Hotel reservations	35,004	35,004	15,827	10,177
Teleservices	32,508	23,047	20,585	--
Corporate and other	(26,181)	(37,781)	(25,560)	(25,560)
SUB-TOTAL	695,595	674,534	537,478	500,979
Executive consulting arrangement (c)	(11,600)			
EBITDA - EMERGING BUSINESSES				
Online city guides and related	(47,774)	(47,774)	(40,418)	(40,418)
Internet commerce	(34,593)	(23,628)	(35,155)	(26,010)
Electronic commerce services	(19,847)	(19,847)	768	768
Electronic retailing - other international	(7,467)	(7,467)	(3,975)	(3,975)
Broadcasting	(41,258)	(41,258)	(30,367)	(30,367)
Filmed entertainment (d)	(5,971)	(5,971)	1,849	1,963
Emerging networks	(4,602)	(4,602)	(1,885)	(1,885)
SUB-TOTAL	(161,512)	(150,547)	(109,183)	(99,924)
Total	\$ 522,483	\$ 523,987	\$ 427,295	\$ 401,055

(a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.

(b) EBITDA is defined as net income plus, (1) provision for income taxes, (2) interest income and expense, (3) depreciation and amortization, (4) amortization of cable distribution fees of \$25,335 and \$19,214, (5) amortization of non-cash distribution and marketing expense, and (6) minority interest.

(c) As part of a resignation agreement with a senior executive, the company recorded one-time compensation expense related to a consulting arrangement.

USA NETWORKS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
UNAUDITED
(\$ IN THOUSANDS, EXCEPT PER SHARE DATA)

	THREE MONTHS ENDED SEPTEMBER 30,			
	PRO FORMA	ACTUAL(b)	PRO FORMA(a)(b)	ACTUAL(b)
	2000	2000	1999	1999
Revenues, net	\$ 1,115,164	\$ 1,115,020	\$ 924,946	\$ 827,672
Operating costs and expenses:				
Costs related to revenues	673,600	673,539	494,728	427,362
Other costs and expenses	281,779	280,252	293,942	271,496
Amortization of non cash distribution and marketing expense (c)	2,693	2,693	--	--
Amortization of cable distribution fees	8,845	8,845	6,938	6,938
Depreciation and amortization	146,370	141,564	116,526	83,544
Total operating costs and expenses	1,113,288	1,106,894	912,134	789,340
Operating income	1,876	8,126	12,812	38,332
Interest expense, net	(9,617)	(9,555)	(12,436)	(12,222)
Gain on sale of securities	--	--	39,451	39,451
Other, net (e)	69,907	69,907	(3,641)	(509)
	60,290	60,352	23,374	26,720
Earnings before income taxes and minority interest	62,166	68,478	36,186	65,052
Income tax expense	(23,034)	(23,640)	(21,819)	(24,947)
Minority interest	(58,619)	(63,004)	(33,889)	(47,785)
Net loss	\$ (19,486)	\$ (18,165)	\$ (19,522)	\$ (7,680)
Fully converted net earnings (loss), excluding one-time charges and non-operating gains	\$ (17,774)	\$ (13,133)	\$ (5,674)	\$10,541
Weighted average shares	367,799	367,799	357,771	333,426
Weighted average diluted shares	367,799	367,799	357,771	333,426
Weighted average fully converted shares	754,750	754,750	757,291	732,946
Basic and diluted loss per share	\$ (.05)	\$ (.05)	\$ (.05)	\$ (.02)
Basic and diluted loss per share, excluding one-time charges and non-operating gains	\$ (.10)	\$ (.09)	\$ (.08)	\$ (.05)
Fully converted earnings (loss) per share, excluding one-time charges and non-operating gains	\$ (.02)	\$ (.02)	\$ (.01)	\$.01
EBITDA (D)	\$159,785	\$ 161,229	\$ 136,276	\$ 128,814

- (a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.
- (b) Earnings (loss) per common share data and shares outstanding retroactively reflect the impact of two-for-one common stock and Class B common stock split paid on February 24, 2000.
- (c) Amortization of warrants and stock issued in exchange for distribution and marketing services.
- (d) EBITDA is defined as net income plus, (1) provision for income taxes, (2) interest income and expense, (3) depreciation and amortization, (4) amortization of cable distribution fees of \$8,845 and \$6,938, (5) amortization of non-cash distribution and marketing expense, and (6) minority interest.
- (e) Includes non-operating gain related to Styleclick merger of \$104.6 million and non-operating losses related to equity investments of \$30.5 million.

USA NETWORKS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
UNAUDITED
(\$ IN THOUSANDS, EXCEPT PER SHARE DATA)

	NINE MONTHS ENDED		SEPTEMBER 30,	
	PRO FORMA (a)(b)	ACTUAL (b)	PRO FORMA (a)(b)	ACTUAL (b)
	2000	2000	1999	1999
Revenues, net	\$ 3,370,792	\$ 3,299,254	\$ 2,732,770	\$ 2,403,070
Operating costs and expenses:				
Costs related to revenues	2,024,823	1,970,334	1,465,124	1,234,858
Other costs and expenses	823,486	804,933	840,351	767,157
Amortization of non cash distribution and marketing expense (c)	4,414	4,414	--	--
Amortization of cable distribution fees	25,335	25,335	19,213	19,213
Depreciation and amortization	429,924	380,830	337,449	230,582
Total operating costs and expenses	3,307,982	3,185,846	2,662,136	2,251,810
Operating income	62,810	113,408	70,634	151,260
Interest expense, net	(27,696)	(26,956)	(43,759)	(36,936)
Gain on sale of securities	--	--	89,721	89,721
Other, net (e)	67,360	67,362	(5,726)	1,986
	39,664	40,406	40,236	54,771
Earnings before income taxes and minority interest	102,474	153,814	110,870	206,031
Income tax expense	(74,993)	(74,139)	(56,069)	(65,302)
Minority interest	(114,179)	(145,299)	(111,683)	(150,582)
Net loss	\$ (86,698)	\$ (65,624)	\$ (56,883)	\$ (9,853)
Fully converted net earnings (loss), excluding one-time charges and non-operating gains	\$ (27,411)	\$ 3,580	\$ (26,800)	\$ 29,385
Weighted average shares	363,980	355,184	349,833	324,842
Weighted average diluted shares	363,980	355,184	349,833	324,842
Weighted average fully converted shares	752,756	743,960	740,561	715,570
Basic and diluted loss per share	\$ (.24)	\$ (.18)	\$ (.16)	\$ (.03)
Basic and diluted loss per share, excluding one-time charges and non-operating gains	\$ (.27)	\$ (.22)	\$ (.22)	\$ (.09)
Fully converted earnings per share, excluding one-time charges and non-operating gains	\$ (.04)	\$ --	\$ (.04)	\$.04
EBITDA (d)	\$ 522,483	\$ 523,987	\$ 427,295	\$ 401,055

(a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.

(b) Earnings (loss) per common share data and shares outstanding retroactively reflect the impact of two-for-one common stock and Class B common stock split paid on February 24, 2000.

(c) Amortization of warrants and stock issued in exchange for distribution and marketing services.

(d) EBITDA is defined as net income plus, (1) provision for income taxes, (2) interest income and expense, (3) depreciation and amortization, (4) amortization of cable distribution fees of \$25,335 and \$19,214, (5) amortization of non-cash distribution and marketing expense, and (6) minority interest.

(e) Includes non-operating gain related to Styleclick merger of \$104.6 million and non-operating losses related to equity investments of \$30.5 million.

USA NETWORKS, INC. AND SUBSIDIARIES
SUPPLEMENTAL INFORMATION
UNAUDITED
(\$ IN THOUSANDS, EXCEPT PER SHARE DATA)

	THREE MONTHS ENDED SEPTEMBER 30,			
	PRO FORMA 2000	ACTUAL (b) 2000	PRO FORMA (a)(b) 1999	ACTUAL (b) 1999
RECONCILIATION OF FULLY CONVERTED NET EARNINGS:				
Net earnings (loss)	\$ (19,486)	\$ (18,165)	\$ (19,522)	\$ (7,680)
Impact of one-time charges and non-operating gains, net of tax	(45,029)	(45,029)	(22,882)	(22,882)
Net loss, excluding one-time charges and non-operating gains	(64,515)	(63,194)	(42,404)	(30,562)
Impact of minority interest, net of tax	46,741	50,061	36,730	41,103
FULLY CONVERTED NET EARNINGS (LOSS), EXCLUDING ONE-TIME CHARGES AND NON-OPERATING GAINS	\$ (17,774)	\$ (13,133)	\$ (5,674)	\$ 10,541
Weighted average shares	367,799	367,799	357,771	333,426
Weighted average diluted shares	367,799	367,799	357,771	333,426
Weighted average fully converted shares	754,750	754,750	757,291	732,946
Basic and diluted earnings (loss) per share, excluding one-time charges and non-operating gains	\$ (.09)	\$ (.09)	\$ (.08)	\$ (.05)
Fully converted earnings per share, excluding one-time charges and non-operating gains	\$ (.02)	\$ (.02)	\$ (.01)	\$.01
RECONCILIATION OF FULLY CONVERTED CASH NET INCOME:				
Net earnings (loss)	\$ (19,486)	\$ (18,165)	\$ (19,522)	\$ (7,680)
Impact of minority interest, net of tax	46,741	50,061	36,730	41,103
Impact of goodwill amortization, net of tax and minority interest	91,948	91,905	75,914	36,317
Cash net income	119,203	123,801	93,122	69,740
Impact of one-time charges and non-operating gains, net of tax	(45,029)	(45,029)	(22,882)	(22,882)
FULLY CONVERTED CASH NET INCOME, EXCLUDING ONE-TIME CHARGES AND NON-OPERATING GAINS	\$ 74,174	\$ 78,772	\$ 70,240	\$ 46,858

(a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.

(b) Earnings (loss) per common share data and shares outstanding retroactively reflect the impact of two-for-one common stock and Class B common stock split paid on February 24, 2000.

USA NETWORKS, INC. AND SUBSIDIARIES
Supplemental Information
Unaudited
(\$ IN THOUSANDS, EXCEPT PER SHARE DATA)

NINE MONTHS ENDED SEPTEMBER 30,

	PRO FORMA (a)(b)	ACTUAL (b)	PRO FORMA (a)(b)	ACTUAL (b)
	2000	2000	1999	1999
RECONCILIATION OF FULLY CONVERTED NET EARNINGS:				
Net earnings (loss)	\$ (86,698)	\$ (65,624)	\$ (57,223)	\$ (9,853)
Impact of one-time charges and non-operating gains, net of tax	(38,301)	(38,301)	(52,038)	(52,038)
Net loss, excluding one-time charges and non-operating gains	(124,999)	(103,925)	(108,921)	(61,891)
Impact of minority interest, net of tax	97,589	107,505	82,121	91,276
FULLY CONVERTED NET EARNINGS (LOSS), EXCLUDING ONE-TIME CHARGES AND NON-OPERATING GAINS	\$ (27,411)	\$ 3,580	\$ (26,800)	\$ 29,385
Weighted average shares	363,980	355,184	349,833	324,842
Weighted average diluted shares	363,980	355,184	349,833	324,842
Weighted average fully converted shares	752,756	743,960	740,561	715,570
Basic and diluted loss per share, excluding one-time charges and non-operating gains	\$ (.27)	\$ (.22)	\$ (.22)	\$ (.09)
Fully converted earnings per share, excluding one-time charges and non-operating gains	\$ (.04)	\$.00	\$ (.04)	\$.04

(a) Presented as if the acquisitions of Styleclick, Precision Response Corp., Hotel Reservations Network and October Films and the consolidation of HOT Germany had occurred at the beginning of the period presented.

(b) Earnings (loss) per common share data and shares outstanding retroactively reflect the impact of two-for-one common stock and Class B common stock split paid on February 24, 2000.

EXHIBIT 99.2

(\$ in millions)

	Q4 '00	Guidance			Growth		
		2000	2001	2002	'99-'00	'00-'01	'01-'02
REVENUE -- OPERATING BUSINESSES							
USA Network	\$ 195	\$ 801	\$ 850	\$ 965	6%	6%	14%
SCI FI	80	278	325	390	40%	17%	20%
Studios USA, net	120	421	530	670	21%	26%	26%
a Cable and studios	395	1,501	1,705	2,025	15%	14%	19%
Electronic retailing - domestic	450	1,521	1,700	2,010	14%	12%	18%
b Electronic retailing - Germany	65	227	275	340	36%	21%	24%
Electronic retailing - operating	515	1,748	1,975	2,350	17%	13%	19%
Ticketing	130	526	570	625	19%	8%	10%
Hotel reservations	88	316	442	600	95%	40%	36%
c Teleservices	67	277	383	450	28%	38%	17%
Other	--	2	--	--	-77%	nm	nm
SUBTOTAL	1,195	4,370	5,075	6,050	20%	16%	19%
REVENUE -- EMERGING BUSINESSES							
f Online city guides and related	22	81	100	135	122%	24%	35%
b Electronic retailing - other international	12	22	35	50	150%	57%	43%
Internet commerce	6	25	60	100	-28%	136%	67%
Electronic commerce services	11	27	65	95	32%	144%	46%
d Broadcasting	6	20	30	50	128%	53%	67%
e Filmed entertainment	15	81	120	125	-2%	49%	4%
Emerging networks	3	16	30	55	1235%	89%	83%
Subtotal	75	271	440	610	41%	62%	39%
TOTAL REVENUE	\$ 1,270	\$ 4,641	\$ 5,515	\$ 6,660	21%	19%	21%
EBITDA -- OPERATING BUSINESSES							
USA Network	\$ 100	\$ 390	\$ 440	\$ 505	25%	13%	15%
g SCI FI	28	100	130	180	44%	31%	38%
Studios USA, net	15	50	55	70	-5%	9%	27%
a Cable and studios	143	540	625	755	24%	16%	21%
Electronic retailing - domestic	74	236	275	325	10%	17%	18%
b Electronic retailing - Germany	7	24	30	35	46%	27%	17%
Electronic retailing - operating	81	260	305	360	12%	17%	18%
Ticketing	25	104	115	130	11%	11%	13%
Hotel reservations	14	49	69	93	100%	41%	35%
c Teleservices	11	44	61	77	43%	40%	26%
Corporate and other	(8)	(46)	(35)	(35)	-27%	24%	0%
SUBTOTAL	266	950	1,140	1,380	22%	20%	21%
EBITDA -- EMERGING BUSINESSES							
f Online city guides and related	(16)	(64)	(50)	(5)	-5%	22%	90%
b Electronic retailing - other international	(3)	(10)	(20)	(15)	-132%	-91%	25%
Internet commerce	(9)	(44)	(20)	(5)	19%	54%	75%
Electronic commerce services	(6)	(26)	(5)	5	-972%	81%	nm
d Broadcasting	(18)	(59)	(55)	(50)	-23%	7%	9%
e Filmed entertainment	(9)	(15)	(25)	(20)	nm	-67%	20%
Emerging networks	0	(5)	(5)	(10)	-54%	-9%	-100%
Subtotal	(61)	(223)	(180)	(100)	-33%	19%	44%
TOTAL EBITDA	\$ 205	\$ 727	\$ 960	\$ 1,280	19%	32%	33%

(\$ in millions)

	Guidance			
	Q4 '00	2000	2001	2002
P&L:				
Total EBITDA	\$ 205	\$ 727	\$ 960	\$ 1,280
Amortization of goodwill	(122)	(405)	(520)	(520)
Depreciation and other amortization	(44)	(166)	(180)	(200)
Interest income / (expense)	(15)	(45)	(60)	(60)
Other income / (expense)	0	(25)	(45)	(35)
Pre-tax net income / (loss)	24	86	155	465
Income tax expense	(35)	(95)	(120)	(304)
Minority interest expense	(60)	(157)	(275)	(490)
Net income / (loss)	\$ (71)	\$ (166)	\$ (240)	\$ (329)
Average shares outstanding	370	370	380	390
EPS - diluted	\$ (0.19)	\$ (0.45)	\$ (0.63)	\$ (0.84)
FULLY CONVERTED EPS:				
Pre-tax net income / (loss)	\$ 24	\$ 86	\$ 155	\$ 465
Income tax expense	(85)	(237)	(320)	(420)
Minority interest expense	17	82	50	30
Net income / (loss)	\$ (44)	\$ (70)	\$ (115)	\$ 75
Average shares outstanding	752	750	760	770
EPS - fully converted	\$ (0.06)	\$ (0.09)	\$ (0.15)	\$ 0.10

- a Cable network guidance reflects anticipated slower advertising growth in the overall market. To be conservative, the revenue guidance for USA Network takes into consideration this market condition.
- b HSN's international operations have been classified into Electronic Retailing -- Germany, and Electronic Retailing -- Other International, the latter of which reflects current emerging services and HSN's international corporate overhead. Guidance reflects only current operating services and does not reflect anticipated new market expansion.
- c Teleservices guidance reflects Precision Responses's loss of Priceline's Webhouse business, which is ceasing operations.
- d Broadcasting guidance reflects the anticipated station rollout schedule.
- e Filmed Entertainment is classified as an emerging business because of the start-up nature of USA Films' operations. The guidance also reflects the estimated impact from new film accounting regulations effective in 2001.
- f For these purposes, Online City Guides and Related revenue for 2002 reflects the consensus estimate by Ticketmaster Online-Citysearch analysts. Online city guides and related EBITDA for all periods presented includes all corporate overhead costs for Ticketmaster Online-Citysearch.
- g SCI FI guidance for Q4 reflects substantial marketing expense in connection with the mini-series event, DUNE.

IMPORTANT:

This guidance reflects estimates that USAi is comfortable releasing to analysts and the public, and contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include the information relating to possible or assumed future results of operations of USAi. This guidance reflects the current views of USAi with respect to future events. The following important factors, in addition to those described in USAi's filings with the Securities and Exchange Commission, could affect the future results of USAi, and could cause those results to differ materially from those expressed in the forward-looking statements: material adverse changes in economic

conditions in the markets served by our businesses; future regulatory actions and conditions in our businesses' operating areas; competition from others; successful integration of our divisions, including recently acquired businesses; product demand and market acceptance; the ability to protect proprietary information and technology or to obtain necessary licenses on commercially reasonable terms; and obtaining and retaining key executives and employees. These forward-looking statements are made as of the date hereof and USAi undertakes no obligation to update or revise them, whether as a result of new information, future events or any other reason. These statements do not include the potential impact of any mergers, acquisitions or other business combinations that may be completed in the future.