

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 25, 2002

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

A copy of the Registrant's supplemental information, appearing in
Exhibit 99.1 hereto, is incorporated by reference herein.

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

(c) Exhibits.

99.1 Supplemental Information.

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 and
General Counsel

Date: October 25, 2002

EXHIBIT INDEX

Exhibit No.	Description
99.1	Supplemental Information

\$ 46.7 \$ 72.1
\$ 216.2
Ticketing
93.3 100.0
30.2 35.5
19.0 21.5
106.2
Match.com
(0.4) 6.3 0.3
2.8 5.8 7.6
16.5
Hotels.com
24.2 52.6
15.8 21.0
21.8 22.9
81.5 Expedia
(44.3) (38.8)
4.5 17.7 16.4
22.2 60.9
Interval 0.0
0.0 0.0 0.0
0.0 0.0 0.0
Precision
Response 30.4
44.6 10.0
10.2 7.9 6.2
34.3
Corporate and
other (36.1)
(29.9) (7.9)
(8.2) (8.2)
(7.0) (31.3)

---- SUB-
TOTAL 281.7
364.5 98.6
130.8 109.3
145.4 484.2
EMERGING
BUSINESSES
Citysearch
and related
(60.4) (63.9)
(11.8) (11.0)
(10.7) (9.9)
(43.3)
International
TV shopping
and other
11.8 14.7
(0.8) (1.6)
(12.4) (7.7)
(22.5)
ECS/Styleclick
(56.0) (71.2)
(16.9) (14.5)
(14.4) (7.8)
(53.6) -----

SUB-TOTAL
(104.6)
(120.4)
(29.4) (27.1)
(37.5) (25.4)
(119.4)
Foreign
exchange
conversion --
(3.9) (0.9)
(1.0) 0.9
(0.2) (1.2)
HSN
Disengagement
-- 0.9 6.0
3.5 2.2 3.6
15.3 -----

TOTAL \$ 177.0
\$ 241.0 \$
74.3 \$ 106.2
\$ 75.0 \$
123.4 \$ 378.9
=====

and related
7.3 7.6 7.6
22.5
International
TV shopping
and other
81.5 87.8
96.7 266.1
ECS/Styleclick
12.1 10.4 7.6
30.1 -----

----- SUB-
TOTAL 100.9
105.8 111.9
318.6 -----

----- Non-
recurring
items -- --
0.0 0.0
Foreign
exchange
conversion
(16.5) (10.1)
(4.9) (31.5)
HSN
Disengagement
(0.9) (0.9)
0.0 (1.8)
Intersegment
Elimination
(3.0) (2.6)
(2.2) (7.8) -

- TOTAL \$
1,007.1 \$
1,117.8 \$
1,192.5 \$
3,317.4
=====

THE
FINANCIAL,
STATISTICAL
AND OTHER
INFORMATION
CONTAINED
HEREIN IS
UNAUDITED. As
filed with
the
Securities
and Exchange
Commission on
October 25,
2002.

-- ADJUSTED
EBITDA 2002 -

- Q1 Q2 Q3 Q4
YTD 9/30 ----

OPERATING
BUSINESSES
HSN - U.S. \$
57.7 \$ 62.6 \$
67.4 \$ 187.7
Ticketing
33.7 43.7
36.3 113.6
Match.com 6.9
9.7 7.0 23.5
Hotels.com
25.8 32.9

40.1 98.7
 Expedia 34.5
 43.3 48.9
 126.7
 Interval 0.0
 0.0 0.4 0.4
 Precision
 Response 5.7
 8.1 9.6 23.4
 Corporate and
 other (8.7)
 (9.9) (11.2)
 (29.8) -----

 ----- SUB-
 TOTAL 155.6
 190.4 198.4
 544.4
 Emerging
 Businesses
 Citysearch
 and related
 (10.7) (8.6)
 (8.5) (27.8)
 International
 TV shopping
 and other
 (8.5) (6.1)
 0.4 (14.1)
 ECS/Styleclick
 (4.6) (6.2)
 (5.2) (15.9)

 -- SUB-TOTAL
 (23.8) (20.9)
 (13.2) (57.8)
 Foreign
 exchange
 conversion
 (0.3) (0.2)
 (0.1) (0.5)
 HSN
 Disengagement
 0.0 0.0 0.0
 0.0 -----

 ----- TOTAL
 \$ 131.6 \$
 169.3 \$ 185.1
 \$ 486.0
 =====
 =====
 =====
 =====
 =====
 Non recurring
 items 0.0
 (44.4) (6.5)
 (51.0) -----

 ADJUSTED
 EBITDA- LESS
 NON-RECURRING
 ITEMS \$ 131.6
 \$ 124.9 \$
 178.6 \$ 435.1
 =====
 =====
 =====
 =====
 =====

THE FINANCIAL, STATISTICAL AND OTHER INFORMATION CONTAINED HEREIN IS UNAUDITED.
 As filed with the Securities and Exchange Commission on October 25, 2002.

USA INTERACTIVE
 RESULTS OF OPERATIONS
 \$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST. UNAUDITED.

 ----- P&L

22.6 19.8 23.3
 20.2 85.9 Gain
 on sale of
 securities 0.0
 108.4 0.0 0.0
 0.0 0.0 0.0
 Other, net
 (4.3) (59.3)
 (6.5) (5.9)
 (19.3) (28.6)
 (60.3) -----

 ----- (34.0)
 41.7 16.1 13.9
 4.0 (8.3) 25.6

 -- Earnings
 before income
 taxes and
 minority
 interest (82.8)
 (308.1) (0.6)
 14.5 (25.2)
 12.0 0.6 Income
 tax expense
 (28.6) (43.8)
 (22.7) (13.5)
 (10.4) (14.0)
 (60.5) Minority
 interest 42.2
 179.5 9.0 2.7
 10.3 2.9 24.9 -

 - Net
 earnings/(loss)
 from continuing
 operations
 (69.2) (172.4)
 (14.3) 3.7
 (25.3) 0.9
 (35.0)
 =====

 =====
 =====
 =====
 Preferred
 dividend 0.0
 0.0 (3.3) (3.3)
 (3.3) (3.3)
 (13.1) -----

 ----- Net
 earnings
 available to
 common
 shareholders
 (69.2) (172.4)
 (17.5) 0.4
 (28.6) (2.3)
 (48.0)
 =====

 =====
 =====
 =====
 Weighted
 average diluted
 shares 327.8
 359.7 431.1
 434.6 437.3
 438.0 433.0
 =====

 =====
 =====
 =====
 Weighted
 average fully
 converted
 shares 327.8
 359.7 431.1
 463.1 437.3
 438.0 433.0


```

-----
-----
Other costs and
expenses 248.3
267.5 294.2
810.0
Depreciation
38.9 42.4 47.7
129.0
Amortization of
non-cash
compensation
4.7 3.4 3.0
11.1
Amortization of
non-cash
distribution
and marketing
11.0 10.1 10.4
31.5
Amortization of
other
intangibles
(non-cash) 41.1
42.4 75.8 159.3
One time
charges 0.0
70.4 6.5 76.9
HSN
disengagement
costs 10.7 5.3
4.6 20.5 -----
-----
----- Total
operating costs
354.7 441.5
442.2 1,238.3 -
-----
-----
Operating
income 24.3
(5.6) 37.2 55.9
Interest
expense, net
(4.2) 26.6 28.0
50.4 Gain on
sale of
securities 0.0
0.0 0.0 0.0
Other, net 12.9
(101.7) (18.1)
(106.9) -----
-----
----- 8.6
(75.1) 9.9
(56.6) -----
-----
----- Earnings
before income
taxes and
minority
interest 33.0
(80.7) 47.1
(0.7) Income
tax expense
(21.7) (14.6)
(31.8) (68.1)
Minority
interest (12.9)
(9.7) (17.2)
(39.8) -----
-----
----- Net
earnings/(loss)
from continuing
operations
(1.6) (105.1)
(2.0) (108.6)
=====
=====
=====
=====
Preferred
dividend (3.3)
(3.3) (3.3)

```

(9.8) -----

----- Net
earnings
available to
common
shareholders
(4.8) (108.4)
(5.2) (118.4)
=====

Weighted
average diluted
shares 442.6
447.4 448.4
446.1
=====

Weighted
average fully
converted
shares 442.6
447.4 448.4
446.1
=====

Basic earnings
per share \$
(.01) \$ (.24) \$
(.01) \$ (.27)
=====

Diluted
earnings per
share \$ (.01) \$
(.24) \$ (.01) \$
(.27)
=====

EBITDA 131.6
126.7 178.6
436.9
=====

Excluding one-
time charges
and non-
operating
gains: Basic
and diluted
earnings per
share \$.02 \$
.03 \$.02 \$.07
=====

Cash net income
earnings per
share \$.05 \$
.10 \$.14 \$.29
=====

(1) Data for 1999 and 2000 is not pro forma for the Expedia and Vivendi transactions. The USA Entertainment Group is treated as a discontinued operation for all periods presented.

(2) Data for 2001 and 2002 is pro forma for Expedia and Vivendi transactions and the exchange of Holdco shares by Liberty, which closed on February 4, 2002, May 7, 2002, and June 24, 2002, respectively.

THE FINANCIAL, STATISTICAL AND OTHER INFORMATION CONTAINED HEREIN IS UNAUDITED.

USA INTERACTIVE
OPERATING METRICS
IN THOUSANDS

2000 2001
2002 -----

--- YE Q1 Q2
Q3 Q4 YE Q1
Q2 Q3 Q4 YE

MATCH.COM
Paid
subscribers
156.9 189.5
216.6 252.7
382.2 382.2
527.7 604.2
653.2 New
registrations
1,135.6
1,054.5
1,059.5
1,216.0
2,304.0
5,634.3
2,911.7
3,284.5
3,422.5 New
subscriptions
(first time
only) 399.5
121.7 134.8
154.2 260.4
671.0 342.4
313.2 328.5
Conversion
rate (Reg to
Subs) 35.2%
11.5% 12.7%
12.7% 11.3%
11.9% 11.8%
9.5% 9.6%

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USA INTERACTIVE
OPERATING METRICS

----- 1999
2000 2001
2002 -----

Metrix
 reach (c)
 11,242
 12,161
 12,615
 Expedia.com
 conversion
 (d) 5.8%
 6.3% 6.7%
 Expedia new
 purchasing
 customers
 (e) 1,316
 1,529 1,693
 Expedia
 cumulative
 purchasing
 customers
 (f) 7,610
 9,139
 10,832
 Expedia
 quarterly
 unique
 purchasing
 customers
 (g) 1,874
 2,217 2,492

- (a) Gross bookings represents the total value of travel booked through the Expedia, VacationSpot, and WWTE sites.
- (b) Transactions represents the number of reservations and purchases transacted through the Expedia and WWTE sites.
- (c) Average monthly Media Metrix reach represents the unduplicated reach for the Expedia and VacationSpot sites.
- (d) Conversion represents the monthly average Expedia.com unique monthly purchasers divided by the monthly average Media Metrix reach for the Expedia.com site.
- (e) Expedia new purchasing customers represents the number of new customers transacting through the Expedia sites in a quarter.
- (f) Expedia cumulative purchasing customers represents the cumulative number of customers that have ever transacted through the Expedia sites as of the end of a quarter.
- (g) Expedia quarterly unique purchasing customers represents the number of unique customers transacting through the Expedia sites over the course of a quarter.

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USA INTERACTIVE
 OPERATING METRICS
 IN MILLIONS

CAPITALIZATION (AS OF 10/15/02)

Ticker (NASDAQ)	USAI
	As of 10/15/02

SHARES OUTSTANDING (MILLIONS) (a):	

USA Common Stock	384
USA Class B	65

Total Shares Outstanding	449
Estimated dilutive options and warrants (treasury method)	24

Fully diluted shares	473
	=====

MARKET CAPITALIZATION:	
Outstanding equity capitalization	\$ 9,339
Fully diluted equity capitalization	\$ 9,841

As of 9/30/02

Attributable Cash (b)	\$ 2,618
Securities in VUE (c)	2,111
Debt and Preferred Stock	(1,202)

Net Attributable Cash and Securities	\$ 3,528
	=====

REVENUE MIX

Revenue sources (Q3 '02):	
Merchandise	38%
Online travel/hotel rooms	38%
Ticketing	14%
Teleservices / ECS	7%
Personals	3%

Commerce	100%
	=====

- (a) Fully diluted shares includes treasury method options and warrants and other dilutive securities, and includes Vivendi's remaining 56.6 million shares that may be delivered to USA in connection with USA's Series B preferred interest in VUE.
- (b) Includes attributable cash from USA's public subsidiaries, based on

the Q3 weighted average of USA's fully diluted, treasury method ownership in public subsidiaries, which was 66% for Ticketmaster, 67% for Hotels.com and 56% for Expedia. Excludes cash due to clients at Ticketmaster. Consolidated cash and marketable securities is \$3.0 billion as of September 30, 2002.

- (c) Includes securities issued to USA in the Vivendi transaction, as follows: Class A and Class B preferred interests and 5.44% common interest in Vivendi Universal Entertainment ("VUE") at balance sheet carrying values, less the estimated present value of taxes on the above securities.

Absolute %
of Fully
Shares % of
Shares
Diluted
Shares
Owned
Outstanding
(QTD) -----

Ticketmaster
(NASDAQ:
TMCS) 95.8
67% 66%
Hotels.com
(NASDAQ:
ROOM) 39.0
67% 67%
Expedia
(NASDAQ:
EXPE) 35.4
62% 56%

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