

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): September 18, 2001

USA NETWORKS, INC.
(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 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits.

99.1 Recent Events--Questions and Answers, dated September 18, 2001.

ITEM 9. REGULATION FD DISCLOSURE

The full text of the Registrant's Recent Events--Questions and Answers, dated September 18, 2001, appearing in Exhibit 99.1, is furnished and not filed pursuant to Regulation FD.

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 NETWORKS, INC.

By: /s/ JULIUS GENACHOWSKI

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

Date: September 18, 2001

EXHIBIT INDEX

Exhibit No.	Description
99.1	Recent Events--Questions and Answers, dated September 18, 2001.

Recent Events--Questions and Answers, September 18, 2001

In a desire to answer questions from our shareholders, analysts and the media, USAI has furnished this document to the SEC in compliance with Regulation FD, so that we may discuss various issues affecting the Company.

Q: HOW WILL LAST WEEK'S EVENTS AFFECT THE OUTLOOK FOR USAI'S FINANCIAL PERFORMANCE?

Prior to last Tuesday, we anticipated slightly exceeding EBITDA guidance on an overall basis for the third quarter. We now expect we'll fall short of original third quarter guidance, but believe we will have very positive results overall for our operations, growing revenue by double-digits and EBITDA by 13% to 17%.

We continue to believe all our businesses are in a very strong position and we expect they will continue to prosper over time.

We have an extremely solid balance sheet, with no net debt and more than \$150 million in consolidated net cash. We expect this cash balance will grow to approximately \$700 million by year-end, pro forma with the anticipated proceeds from the sale of USA Broadcasting and excluding new investments.

We are just beginning our budget process for next year. Once that process is complete, and with recognition for any changed circumstances due to last week's attack, we will be in a position to outline our anticipated results for the next several years, together with the strategic goals we will pursue over the period.

Q: HOW HAVE LAST WEEK'S EVENTS AFFECTED AD SALES?

USA Cable has not experienced significant advertising cancellations as of yet, although of course cancellations may happen in the future. The advertising market remains hardly robust. In addition, the continuing effects of last week's tragic events on the ad market are unpredictable.

Q: HOW HAVE HSN'S SALES BEEN AFFECTED?

HSN has experienced a significant drop in business. This shortfall is consistent with the impact caused by other national and international events in history which caused viewers to primarily watch news programs all day. Based on HSN's past experiences, we expect business to gradually get back to normal over a several week period.