

FORM 4

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden
hours per response: .0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Vivendi Universal, S.A.

(Last) 800 Third Avenue (First) (Middle)

(Street)

New York New York 10152

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

USA Interactive (USAI) (formerly USA Networks, Inc.)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

February 27, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check
applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Beneficial Ownership (Instr. 4)
Common Stock, par value \$.01 per share ("Common Stock"), of USA Interactive ("USAi")			V	(A) Amount or (D) Price	43,181,308	I	(1)

Explanation of Responses:

(1) Vivendi Universal, S.A. ("Vivendi") owns 43,181,308 shares of Common Stock indirectly through subsidiaries.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Exe- cution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- fici- ally Owned Following Trans- action(s) (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- terest Ownership (Instr. 4)
Warrants	(2)	2/27/03		J(3)	4,187,094(D)	11/8/02 5/17/12	Common Stock 4,187,094	(3)	28,280,641	D	
Class B Common Stock, par value \$.01 per share, of USAi ("Class B Common Stock")	(4)					(4) (4)	Common Stock 13,430,000		13,430,000	I	(5)
Put Option (right to sell)	(6)					5/7/22 None	Class B Common Stock/ Common Stock 56,611,308	(7)	1	I	(8)

Explanation of Responses:

- (2) Prior to the Reported Transaction, Vivendi used to hold 32,467,735 Warrants each to purchase one share of Common Stock, subject to adjustment, at the following exercise prices: 3,187,094 Warrants ("Tranche A warrants") at \$27.50 per share, 17,187,094 Warrants ("Tranche B Warrants") at \$32.50 per share and 12,093,547 Warrants at \$37.50 per share.
- (3) Pursuant to a Purchase Agreement dated February 12, 2003, Vivendi granted to Deutsche Bank AG an option to purchase all or a portion of 3,187,094 Tranche A Warrants for \$8.94 per Tranche A Warrant and 1,000,000 Tranche B Warrants for \$7.52 per Tranche B Warrant. The option has been exercised in full, and the sale occurred on February 27, 2003. For reporting purposes the transaction is deemed to be a sale of the warrants and a closing of the derivative security position created by the option.
- (4) The shares of Class B Common Stock are identical in all respects to the shares of Common Stock except as to the number of votes per share, and are convertible by the holder thereof on a share for share basis into shares of Common Stock at any time.
- (5) Vivendi owns 13,430,000 shares Class B Common Stock indirectly through subsidiaries.
- (6) Pursuant to the Amended and Restated Limited Liability Limited Partnership Agreement (the "Partnership Agreement") among USI Entertainment Inc., USANI Holding XX, Inc., Universal Pictures International Holdings BV, Universal Pictures International Holdings 2 BV, NYCSpirit Corp. II, USAi, USANi Sub LLC, New-U Studios Holdings, Inc. and Barry Diller dated as of May 7, 2002, attached as Exhibit 48 to the Statement on Schedule 13D/A dated as of May 17, 2002, filed with the Securities and Exchange Commission with respect to USAi, beginning on May 7, 2022, Vivendi and certain of its subsidiaries have a contractual right that is the economic equivalent of a right to sell (the "Put Option") 13,430,000 shares of Class B Common Stock and 43,181,308 shares of Common Stock to USAi and certain of its subsidiaries in return for Class B Preferred Interests of Vivendi Universal Entertainment LLLP that will become immediately redeemable for approximately \$2,311,000,000 upon consummation of such transaction.
- (7) On May 7, 2002, as part of the overall transaction among the parties to the Partnership Agreement, Liberty Media Corporation and its affiliates, Vivendi and certain of its subsidiaries entered into the Partnership Agreement granting them the Put Option.
- (8) The Put Option is a right of Vivendi and certain of its subsidiaries.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

/s/ George E. Bushnell III, Vice President

March 3, 2003

**Signature of Reporting Person

Date

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.