## 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 30, 2001

USA NETWORKS, INC. (Exact name of Registrant as specified in charter)

Delaware (State or other jurisdiction of incorporation) 0-20570 (Commission File 59-2712887 (IRS Employer Identification No.)

152 West 57th Street, New York, NY 10019 (Address of principal executive offices) (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 Supplemental Information.

ITEM 9. REGULATION FD DISCLOSURE

The full text of the Supplemental Information, appearing in Exhibit 99.1 hereto, is furnished 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: October 30, 2001

EXHIBIT INDEX

Exhibit No. Description

99.1 Supplemental Information.

Exhibit 99.1 USA NETWORKS, INC. PRO FORMA SEGMENT RESULTS \$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST. UNAUDITED. REVENUE 1999 2000 2001 -----12/31 Q1 Q2 Q3 Q4 YE 12/31 Q1 Q2 Q3 Q4 YTD 9/30 ------- OPERATING BUSINESSES Network and studios \$1,304.7 \$ 379.0 \$ 390.7 \$ 336.0 \$ 424.8 \$1,530.5 \$ 437.7 \$ 444.2 \$ 382.2 \$1,264.1 HSN - U.S. 1,332.9 324.5 319.9 348.2 437.4 1,430.0 349.6 356.5 374.8 1,080.9 HSN - Germany 166.7 65.8 57.1 62.7 259.6 78.9 80.2 60.0 219.0 Ticketing 442.7 128.0 143.0 124.9 122.7 518.6 150.1 163.9 133.9 447.9 Hotel Reservations 161.8 55.3 78.1 94.6 100.0 328.0 105.3 138.3 151.2 394.8 Expedia\* 73.0 33.2 37.0 42.1 44.4 156.7 57.2 78.5 79.5 215.2 Precision Response 215.9 69.6 70.2 70.2 72.1 282.1 80.7 75.6 72.6 228.9 Match.com 9.0 6.9 7.5 7.6 7.2 29.2 8.5 10.7 12.5 31.7 ----- SUB-TOTAL 3,706.8 1,062.2 1,103.5 1,086.4 1,282.5 4,534.6 1,268.0 1,347.9 1,266.7 3,882.5 Emerging Businesses Citysearch and related 27.3 10.1 12.8 14.0 14.0 50.8 12.4 12.4 11.1 35.8 HSN - Other International 8.9 3.8 3.6 4.4 9.4 21.3 4.5 7.5 6.2 18.2 Trio, NWI, Crime, other emerging 1.2 0.6 3.7 8.6 7.5 20.3 6.2 6.2 5.8 18.1 ECS/Styleclick 55.4 12.5 10.1 12.5 13.4 48.5 8.8 8.4 5.7 22.9 USA Films 82.1 30.3 20.8 14.5 20.5 86.1 51.0 62.6 16.0 129.6 --------- ----- ---- SUB-TOTAL 174.9 57.3 50.9 53.9 64.9 227.1 82.9 97.0 44.8 224.7 ------ ------ ------ ----------- Non-recurring items 6.9 -- -- -- -- 16.0 16.0 Foreign exchange conversion -- (7.9) (6.7) (8.9) (11.8) (35.3) (13.7) (13.8) (9.1) (36.6) Disengaged HSN Homes -- 34.0 24.1 20.6 24.7 103.3 35.8 25.3 21.6 82.7 Intersegment Elimination -- -- ---- -- -- (6.5) (4.1) (10.7) ------\$ 216.8 \$ 221.4 \$ 198.0 \$ 636.2 SCI FI 198.5 62.4 71.3 64.6 78.4 276.7 69.3 70.3 63.1 202.8 Studios, net 348.6 119.6 110.5 71.0 144.9 446.0 151.5 152.5 121.1 425.1 ------ ------ -------- Cable and studios \$1,304.7 \$ 379.0 \$ 390.7 \$ 336.0 \$ 424.8 \$1,530.5 \$ 437.7 \$ 444.2 \$ 382.2 \$1,264.1 Operating Businesses Entertainment \$1,304.7 \$ 379.0 \$ 390.7 \$ 336.0 \$ 424.8 \$1,530.5 \$ 437.7 \$ 444.2 \$ 382.2 \$1,264.1 Electronic retailing 1,499.6 390.3 377.0 411.0 511.4 1,689.6 428.5 436.7 434.8 1,300.0 Information and services 902.5 293.0 335.7 339.4 346.4 1,314.5 401.9 467.0 449.7 1,318.5 -----

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

\*The acquisition of Expedia is expected to close during Q4 '01.

As filed with the Securities and Exchange Commission on October 30, 2001.

USA NETWORKS, INC.
PRO FORMA SEGMENT RESULTS
\$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST. UNAUDITED.

Q1 Q2 Q3 Q4 YE 12/31 Q1 Q2 Q3 Q4 YTD 9/30 ------OPERATING BUSINESSES Network and studios \$ 433.9 \$138.8 \$139.4 \$118.5 \$151.1 \$547.7 \$163.4 \$171.3 \$139.2 \$473.9 HSN - U.S. 214.7 44.5 49.1 50.8 71.0 215.4 46.8 51.7 45.9 144.4 HSN - Germany 16.3 8.7 4.7 5.8 9.0 28.2 5.6 5.9 (5.0) 6.6 Ticketing 93.3 27.4 31.6 16.7 24.4 100.0 30.2 35.5 19.0 84.8 Hotel Reservations 24.2 8.2 12.9 13.9 17.6 52.6 15.8 21.0 21.8 58.6 Expedia\* (44.3) (22.8) (15.6) (2.2) (3.3) (43.9) 3.7 15.3 15.1 34.1 Precision Response 30.4 9.5 11.9 11.1 11.0 43.6 10.0 10.2 7.9 28.1 Match.com (0.4) 0.9 1.7 2.3 1.4 6.3 0.3 2.8 5.8 8.9 Corporate and other (36.1) (9.6) (6.8) (6.2) (5.0) (27.6) (7.9) (8.2) (8.1) --- ----- ----- SUB-TOTAL 731.9 205.4 228.9 210.7 277.3 922.2 267.9 305.5 241.7 815.1 EMERGING BUSINESSES Citysearch and related (60.4) (18.3) (16.9) (16.3) (12.6) (64.0) (11.8) (11.0) (10.8) (33.6) HSN - Other International (4.5) (1.5) (2.5) (4.6) (5.0) (13.5) (6.4) (7.5) (7.5) (21.4) Trio, NWI, Crime, other emerging (3.0) (2.3) (2.0) (0.3) (2.5) (7.1) (1.7) (2.4) (3.1) (7.1) ECS/Styleclick (56.0) (16.3) (21.4) (16.7) (16.8) (71.2) (16.9) (14.5) (14.4) (45.8) USA Films 6.4 2.2 (2.3) (5.8) (0.6) (6.6) (1.0) 0.6 0.4 0.0 ------- SUB-TOTAL (117.5) (36.1) (45.1) (43.8) (37.4) (162.5) (37.8) (34.7) (35.3) (107.8) Non recurring items -- 6.3 (7.8) -- (4.1) (5.6) -- (4.8) 3.7 (1.1) Foreign exchange conversion -- (1.0) (0.6) (0.9)(1.5) (3.9) (0.9) (1.0) 0.9 (1.0) Disengaged HSN Homes -- 4.9 3.5 3.0 3.6 14.9 5.0 3.5 3.0 11.5 Intersegment Elimination --- (3.9) (1.8) (5.8) ----:==== ===== USA Network \$ 312.1 \$ 97.1 \$105.4 \$ 87.2 \$105.6 \$ 395.2 \$112.2 \$123.3 \$ 97.7 \$333.2 SCI FI 68.9 24.2 24.9 22.4 30.2 101.7 29.7 27.8 23.9 81.4 Studios, net 52.9 17.5 9.1 8.8 15.4 50.8 21.5 20.2 17.6 59.3 ----------- ----- Cable and studios \$ 433.9 \$138.8 \$139.4 \$118.5 \$151.1 \$ 547.7 \$163.4 \$171.3 \$139.2 \$473.9

OPERATING BUSINESSES Entertainment \$ 433.9 \$138.8 \$139.4 \$118.5 \$151.1 \$ 547.7 \$163.4 \$171.3 \$139.2 \$473.9 Electronic retailing 230.9 53.2 53.8 56.6 80.0 243.6 52.4 57.6 40.9 150.9 Information and services 103.2 23.1 42.5 41.8 51.2 158.6 60.0 84.8 69.6 214.5 Corporate and other (36.1) (9.6) (6.8) (6.2) (5.0) (27.6) (7.9) (8.2) (8.1) (24.2) ------- ------ ------ ------ ------ TOTAL \$ 731.9 \$205.4 \$228.9 \$210.7 \$277.3 \$ 922.2 \$267.9 \$305.5 \$241.7 \$815.1 ------

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

\*The acquisition of Expedia is expected to close during Q4  $^{\circ}$ 01.

As filed with the Securities and Exchange Commission on October 30, 2001.

USA NETWORKS, INC.
PRO FORMA RESULTS OF OPERATIONS (AS REPORTED)
\$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST. UNAUDITED.

P&L 1999
2000 -----

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-- -----

```
- YE 12/31*
Q1 * Q2 Q3
Q4 * YE
12/31 * ---
----
 - -----
 Reported:
  02/01/01
  04/25/01
  07/25/01
  10/24/01
  02/01/01
  02/01/01
 Revenues,
    net
  $3,815.6
  $1,112.4
  $1,134.9
  $1,109.9
  $1,315.9
$4,673.0
 Operating
 costs and
 expenses:
   Costs
 related to
  revenues
2,301.7
665.6 676.3
669.1 801.3
  2,812.4
Other costs
    and
  expenses
855.1 244.9
264.1 269.6
   278.6
  1,064.4
 Amort. of
 non-cash
distribution
    and
 marketing
expense 0.0
1.6 1.3 2.7
 7.1 11.5
Depreciation
119.2 36.5
 44.6 38.3
 54.0 166.1
Amortization
of goodwill
374.0 108.0
110.5 113.6
135.1 467.3
-----
   Total
 operating
   costs
  3,650.1
  1,056.5
  1,096.8
  1,093.2
  1,276.1
4,521.7 ---
--- -----
 Operating
  income
 165.4 55.9
38.0 16.7
 39.8 151.3
 Interest
 expense,
 net (50.2)
(8.6) (7.9)
   (8.2)
   (10.3)
(35.0) Gain
    on
disposition
    of
 television
station 0.0
0.0 0.0 0.0 0.0 0.0 0.0 0.0
  Gain on
```

```
sale of
securities
 89.7 0.0
0.0 0.0 0.0
0.0 Other,
net (4.9)
(0.6) (1.9)
69.9 (18.1)
49.3 -----
-- -----
 -- 34.6
(9.2) (9.8)
61.7 (28.3)
14.3 -----
-- Earnings
  before
  income
 taxes and minority
interest
200.1 46.7
 28.2 78.4
11.5 165.7
Income tax
  expense
   (83.9)
(30.3)
   (29.6)
   (25.6)
   (26.3)
  (113.0)
 Minority
 interest
  (136.7)
   (40.4)
   (30.2)
   (66.7)
   (14.4)
(128.5) ---
- -----
_____
----- Loss
  before
cumulative
 effect of
accounting
  change
   (20.5)
   (23.9)
  (31.6)
   (13.9)
  (29.2)
   (75.9)
Cumulative
 effect of
accounting
change, net of tax 0.0
0.0 0.0 0.0
0.0 0.0 ---
---- Net
loss from
continuing
operations
   (20.5)
   (23.9)
   (31.6)
(13.9)
   (29.2)
   (75.9)
 =======
 =======
 =======
 =======
 =======
 =======
 Weighted
  average
  diluted
  shares
352.6 361.9
363.6 367.8
368.3 366.0
```

```
=======
 =======
 =======
 Weighted
  average
  fully
 converted
  shares
745.8 752.5
724.7 729.0
752.6 747.4
 ======
 =======
 -----
  Basic
 earnings
per share $
(.06) $ .07
  (.04) $
(.08) $
   (.21)
 _____
 =======
 _____
 =======
 =======
 =======
 Diluted
 earnings
per share $
(.06) $ .07
$ (.09) $
  (.04) $
  (.08) $
   (.21)
 _____
 =======
 =======
 =======
 =======
   Fully
 converted
 earnings
per share $
.12 $ .01 $
  (.02) $
  (.02) $
(.00) $ .05
 _____
 _____
 _____
  EBITDA
658.7 201.9
194.4 171.2
236.0 796.3
 ======
 -----
 =======
 Excluding
 one-time
charges and
  non-
 operating
gains:
Basic and
 diluted
 earnings
per share $
  (.11) $
  (.07) $
(.07) $
  (.08) $
  (.03) $
   (.19)
 =======
 =======
 =======
 =======
 =======
 Cash net
  income
 earnings
per share $
```

```
.11 $ .17 $
 .16 $ .21
  =======
  =======
  _____
   Fully
 converted
 earnings
per share $
.05 $ (.01) $
(.02) $ .03
$ .03
  =======
  -----
  =======
  -----
  =======
  Fully
 converted
 cash net
  income
 earnings
per share $ .09 $ .11 $ .10 $ .15
  =======
 =======
 =======
 =======
  =======
 =======
P&L 2001 --
-----
-----
_____
_____
----- Q1
* Q2 Q3 Q4
YE 12/31 --
_____
   Date
 Reported:
 04/25/01
  07/25/01
  10/24/01
 Revenues,
   net
  $1,315.7
  $1,371.4
  $1,256.3
 Operating
 costs and
 expenses:
  Costs
 related to
 revenues
800.2 831.7
746.7 Other
 costs and
 expenses
285.4 290.5
  312.5
 Amort. of
 non-cash
distribution
   and
 marketing
expense 8.0
  6.6 5.2
Depreciation
 48.7 57.6
51.2
Amortization
of goodwill
100.2 100.8
103.0 -----
--- -----
- -----
-----
  Total
 operating
  costs
  1,242.5
  1,287.3
1,218.6 ---
--- -----
```

```
income 73.2
84.2 37.7
 Interest
 expense,
net (11.4)
  (12.9)
(10.1) Gain
    on
disposition
   of
television
station 0.0
 0.0 0.0
 Gain on
 sale of
securities
0.0 0.0 0.0
Other, net (6.5)
  (13.7)
(12.9) ----
----
  (17.9)
  (26.6)
(23.1) ----
 Earnings
  before
  income
 taxes and
 minority
 interest
 55.3 57.5
14.7 Income
tax expense
  (25.5)
  (22.8)
  (21.9)
 Minority
 interest
  (45.0)
(33.2) ----
-----
----- Loss
 before
cumulative
effect of
accounting
  change
  (19.5)
  (10.3)
  (40.4)
Cumulative
effect of
accounting
change, net
  of tax
 (9.2) 0.0
0.0 -----
 Net loss
  from
continuing
operations
  (28.7)
  (10.3)
  (40.4)
 _____
 _____
 _____
 =======
 Weighted
 average
 diluted
  shares
370.2 373.8
  376.4
 =======
 =======
 =======
 _____
 Weighted
```

```
average
   fully
 converted
  shares
758.0 763.4
737.6
 ======
 ======
 _____
 _____
  Basic
 earnings
per share $
  (.05) $
  (.03) $
   (.11)
 =======
 -----
 _____
 -----
 =======
  Diluted
 earnings
per share $ (.05) $
  (.03) $
  (.08)
 =======
 _____
 =======
 =======
 =======
  Fully
 converted
 earnings
per share $
.02 $ .03 $ (.01)
 -----
 =======
 =======
 _____
 =======
  EBITDA
230.1 249.3
  197.1
 =======
 =======
 ======
 =======
 Excluding
 one-time
charges and
   non-
 operating
  gains:
 Basic and
  diluted
 earnings
per share $
  (.05) $
  (.02) $
  (.08)
 ____
 ======
 _____
 Cash net
  income
 earnings
per share $ .16 $ .20 $ .13
 =======
 _____
 ======
 =======
 =======
  Fully
 converted
 earnings
per share $
.02 $ .04 $
  (.01)
 =======
 =======
 _____
 _____
  Fully
 converted
 cash net
  income
 earnings
```

```
per share $
.12 $ .14 $
    .10
  -----
  ======
* AS REPORTED. MAY NOT AGREE WITH PROFORMA REVENUE AND EBITDA RESULTS ABOVE.
THE FINANCIAL, STATISTICAL AND OTHER INFORMATION CONTAINED HEREIN IS UNAUDITED.
As filed with the Securities and Exchange Commission on October 30, 2001.
NOTE: P&L EXCLUDES EXPEDIA, the acquisition of which is expected to close
      during Q4 '01.
USA NETWORKS, INC.
OPERATING METRICS
IN MILLIONS EXCEPT PERCENTAGES AND RATINGS.
1999 2000
2001 -----
-----
-----
_____
--- -----
- YE Q1 Q2
 Q3 Q4 YE
Q1 Q2 Q3 -
____
-- -----
----- --
----
--- -----
   USA
 NETWORK
Advertising
and other
  revenue
  57% 57%
 59% 58%
  57% 58%
 58% 59%
   55%
 Affiliate
 revenue
  43% 43%
 41% 42%
  43% 42%
 42% 41%
   45%
 Average
primetime
rating 2.4
 2.4 2.2
  2.0 1.7
 2.1 1.9
 1.8 1.7
Households
  (end of
 period)
77.2 77.4
 78.2 79.4
 79.9 79.9
 81.3 81.9
 84.3 1999
2000 2001
-----
```

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

SCI FI CHANNEL Advertising and other revenue 60% 65% 66% 63% 67% 65% 63% 66% 61% Affiliate revenue 40% 35% 34% 37% 33% 35% 37% 34% 39% Average primetime rating 0.8 0.9 0.8 0.9 0.9 0.9 0.8 0.8 0.8 Households (end of period) 59.7 60.5 62.7 65.1 66.7 66.7 69.4 70.9 74.7 2000 2001 ---------\_\_\_\_\_ ------------- Q1 Q2 Q3 Q4 YE Q1 Q2 Q3 -----\_\_\_\_\_\_ ------ TRIO Households (end of period) 6.9 7.3 7.3 8.8 11.3 12.7 NWI Households (end of period) 6.5 6.7 6.7 8.0 10.3 11.6 USA NETWORK AND SCI FI RATINGS AND HOUSEHOLD DELIVERY DATA ARE SOURCED FROM NMR GALAXY EXPLORER. SUBSCRIBER COUNTS ARE BASED ON NIELSEN PEOPLE METER INSTALLED SAMPLES. THE FINANCIAL, STATISTICAL AND OTHER INFORMATION CONTAINED HEREIN IS UNAUDITED. As filed with the Securities and Exchange Commission on October 30, 2001. USA NETWORKS, INC. OPERATING METRICS IN MILLIONS EXCEPT PERCENTAGES. 2000 2001 -----\_\_\_\_\_ -----

----- Q1 Q2 Q3 Q4 YE Q1 Q2 Q3 ------- HSN- U.S. Units shipped 8.5 8.1 8.6 10.0 35.2 8.6 9.0 8.8 Gross profit % 33.7% 34.6% 34.6% 32.3% 33.8% 32.1% 33.1% 32.0% Return rate

20.6% 19.4% 19.8% 18.8% 19.6% 19.6% 19.6% 19.4% Product mix: Homegoods 50% 46% 48% 54% 50% 51% 49% 52% Jewelry 24% 27% 26% 24% 25% 25% 26% 24% Health/Beauty 13% 15% 12% 10% 12% 11% 12% 10% Apparel/Accessories 14% 12% 14% 12% 13% 14% 13% 14% HSN cable/DBS HH (end of period) 62.0 63.2 64.9 65.6 65.6 68.1 69.2 71.5 HSN total HH (end of period) 75.2 76.4 75.9 76.8 76.8 79.9 80.8 82.8 America's Store FTE's (end of period) 8.8 8.8 9.0 8.6 8.6 8.3 10.6 10.8

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As filed with the Securities and Exchange Commission on October 30, 2001.

USA NETWORKS, INC.
OPERATING METRICS
IN MILLIONS EXCEPT REVENUE PER TICKET AND PERCENTAGES.

75.0 21.8 22.3 20.2 18.7 83.0 23.6 23.5 19.3 Gross value of tickets sold (mm) \$2,781 \$812 \$881 \$782 \$781 \$3,256 \$937 \$1,016 \$788 Share of tickets sold online 13.4% 19.6% 25.5% 25.6% 27.9% 24.5% 29.5% 33.2% 31.9% Revenue per ticket \$5.25 \$5.44

\$5.89 \$5.67 \$5.87 \$5.71 \$5.96 \$6.29 \$6.20

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As filed with the Securities and Exchange Commission on October 30, 2001.

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USA NETWORKS, INC. OPERATING METRICS
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2001 -----YE Q1 Q2 Q3 Q4 YE Q1 Q2 Q3 ---------HOTEL RESERVATIONS NETWORK Hotel room nights sold (thousands) 1,229 429 587 717 700 2,433 799 1,030 1,227 Affiliates (including TravelNow) 6,000 10,500 13,400 18,649 20,857 22,793 Properties 1,500 1,750 1,925 2,100 2,700 2,700 3,084 3,374 3,890 Cities served 40 49 60 83 97 97 135 146

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USA NETWORKS, INC. OPERATING METRICS IN MILLIONS

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CAPITALIZATION
(AS OF 10/15/01)

Ticker (NASDAQ)	USAI
USAi Common Stock USAi Class B USAi Exchangeable Common Stock USAi Exchangeable Class B	314.0 63.0 213.0 148.2
Total Shares Outstanding	738.2
Estimated dilutive options (treasury method) *	29.0
Fully diluted shares	767.2
Outstanding equity cap Fully diluted equity cap	\$14.9 billion \$15.6 billion

 $\mbox{\scriptsize *}$  Does not include assumed tax savings.

## BUSINESS MIX

Revenue sources (Q3 '01):	
Merchandise	36%
Ticketing	11%
Hotel rooms	12%

Teleservices / ECS Personals	6% 1%
Commerce	66%
Advertising Production and distribution Affiliate fees and subscriptions	14% 10% 10%
Media	34%
Online (% of total) International (% of total)	20% 10%

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