

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 27, 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 Company Overview

99.2 Supplemental Information

Item 9. Regulation FD Disclosure

The full text of the Company Overview, appearing in Exhibit 99.1 hereto, and Supplemental Information, appearing in Exhibit 99.2 hereto, are furnished 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 27, 2000

USA NETWORKS, INC.

By: /s/ Julius Genachowski

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

EXHIBIT INDEX

99.1 Company Overview.

99.2 Supplemental Information.

USA
NETWORKS,
INC.

USA NETWORKS, INC. IS FOCUSED ON THE NEW CONVERGENCE OF ENTERTAINMENT,
INFORMATION, AND DIRECT SELLING.

USA ENTERTAINMENT

USA CABLE

USA Network
SCI FI Channel
TRIO
Newsworld International (NWI)

USA FILMS

October Films
Gramercy Pictures
USA Home Entertainment

STUDIOS USA

USA INTERACTIVE ENTERTAINMENT

SCIFI.com
USANetwork.com
StudiosUSA.com

USA BROADCASTING

WAMI-TV (Miami)
KSTR-TV (Dallas)
WHOT-TV (Atlanta)
WHUB-TV (Boston)

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USA ELECTRONIC RETAILING

HSN

HSN
America's Store
HSN Interactive
HSN.com
Direct Response

HSN INTERNATIONAL

HSN en Espanol (U.S.)
HOT Germany (42%)
HOT LeGrand Magasin --
Belgium (47%)*
Shop Channel --
Japan (30%)*
TVSN --
China (21%)*
*unconsolidated

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USA INFORMATION & SERVICES

TICKETMASTER

TICKETMASTER ONLINE-CITYSEARCH (NASDAQ: TMCS)

Ticketmaster Online
Citysearch
Match.Com

STYLECLICK INC. (NASDAQ: IBUY)

Styleclick.com
Internet Shopping Network
First Auction
First Jewelry

HOTEL RESERVATIONS NETWORK (NASDAQ: ROOM)

PRECISION RESPONSE CORPORATION

Precision Response
prcnetcare.com

ELECTRONIC COMMERCE SOLUTIONS

USA Fulfillment
USA eSolutions
USA Database Marketing

USA
NETWORKS,
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USA NETWORKS, INC. IS FOCUSED ON THE NEW CONVERGENCE OF ENTERTAINMENT,
INFORMATION, AND DIRECT SELLING.

OPERATING ESTIMATES FOR THE NEXT TWELVE MONTHS (ROUNDED)

Full-time employees	18,000
U.S. cities	80
Worldwide cities	100
Worldwide offices	165
Primary consumer web sites	15
Average number of new customers added daily	30,000
Active / registered customers	17 million
Customer database	30 million
Customer Inbound telephone minutes	1 billion
Customer Inbound telephone calls	315 million
Orders processed	75 million
Credit card transactions	60 million
Items shipped	40 million
In-house merchants	200
Merchandise SKUs processed	60,000
Telephone operator positions	10,000
Ticketing outlets	3,430
Call centers	34
Fulfillment center square feet	2.5 million

TV HOUSEHOLDS (9/30/00; ESTIMATED IN MILLIONS)

U.S. TV household reach (unduplicated)	91%
Worldwide TV households (unduplicated)	135.0
USA Network	79.4
SCI FI Channel	65.1
TRIO	6.9
Newsworld International	6.5
HSN: Cable / DBS	64.6
HSN: Broadcast / C-Band	11.3

	75.9
America's Store	9.0
HOT Germany (w/Austria, Switzerland) (42%)	28.8
HSN en Espanol -- U.S.	5.1
TVSN -- China (21%)*	22.4
Shop Channel -- Japan (30%)*	8.6
HOT LeGrand Magasin -- Belgium (47%)*	1.4
USAB: Owned & operated (13 stations)	31.6
USAB: Minority interest (4 stations)	6.9

	38.5
*unconsolidated	

FINANCIAL ESTIMATES (PRO FORMA)

1999 revenue, combined businesses	\$3.8 billion
1999 EBITDA, operating businesses	\$777 million
Revenue sources (Q3 '00):	
Merchandise	37%
Ticketing	11%
Teleservices / ECS	8%
Hotel rooms	9%
	--
Commerce	65%
	===
Advertising	17%
Affiliate fees and subscriptions	12%
Production and distribution	6%
	--
Media	35%
	===
Online (% of total)	15%
International (% of total)	6%

CAPITALIZATION (10/20/00; ESTIMATED IN MILLIONS)

Ticker (NASDAQ)	USAI
USAi Common Stock	305.1
USAi Class B	63.0
USAi Exchangeable	361.2

Total Shares Outstanding	729.3
Estimated dilutive options (treasury method)	34.0

Fully diluted shares	763.3
	=====
Outstanding equity cap	\$13.1 billion
Fully diluted equity cap	\$13.7 billion
Total assets (9/30/00)	\$10.5 billion

ESTIMATED AND UNAUDITED. ADDITIONAL INFORMATION CAN BE FOUND IN USAI'S PUBLIC
FILINGS, INCLUDING ITS ANNUAL REPORT ON FORM 10-K.

USA
NETWORKS,
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USA NETWORKS, INC. IS FOCUSED ON THE NEW CONVERGENCE OF ENTERTAINMENT,
INFORMATION, AND DIRECT SELLING.

CORPORATE HISTORY / MAJOR TRANSACTIONS

JULY 1986 Silver King Broadcasting formed by Home Shopping Network

DECEMBER 1992 SILVER KING COMMUNICATIONS, INC. spun-off to HSN shareholders

AUGUST 1995 Barry Diller named Chairman and CEO of Silver King

DECEMBER 1996 Silver King, HOME SHOPPING NETWORK (including INTERNET SHOPPING NETWORK (ISN)), and Savoy Pictures Entertainment merge; Silver King Communications, Inc. is renamed HSN, INC. (announced 11/95)

JULY 1997 HSN, inc. acquires 50% of TICKETMASTER Group, Inc. from Paul Allen (announced 5/97)

FEBRUARY 1998 HSN, inc. acquires USA NETWORK, SCI FI, and Universal domestic TV (renamed STUDIOS USA) from Seagram; HSN, inc. renamed USA NETWORKS, INC., (announced 10/97)

MARCH 1998 USAi two-for-one stock split on March 26

JUNE 1998 USAi acquires remaining interest in Ticketmaster from public

SEPTEMBER 1998 Ticketmaster Online merges with CITYSEARCH (announced 8/98)

DECEMBER 1998 Ticketmaster Online-CitySearch, Inc. (TMCS) completes IPO (merged 9/98)

MAY 1999 USAi acquires HOTEL RESERVATIONS NETWORK (announced 4/99)

SEPTEMBER 1999 TMCS acquires the Sidewalk city guides from Microsoft (announced 7/99)

SEPTEMBER 1999 USAi forms USA ELECTRONIC COMMERCE SOLUTIONS (ECS)

FEBRUARY 2000 USAi two-for-one stock split on February 24

APRIL 2000 USAi acquires PRECISION RESPONSE CORPORATION (announced 1/00)

MAY 2000 USA Cable acquires North American Television (TRIO and NWI)

JUNE 2000 USAi organizes into three business units: USA ENTERTAINMENT, USA ELECTRONIC RETAILING, and USA INFORMATION & SERVICES

JULY 2000 Styleclick (IBUY) merges with ISN to form STYLECLICK, INC. (announced 1/00)

IMPORTANT DISCLOSURES

This company overview 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 "expects", "anticipates", "estimates", 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.

USA Networks, Inc. (the "Company" or "USAi") is a holding company, the subsidiaries of which are engaged in diversified media and electronic commerce businesses.

In the third quarter of 1997, the Company acquired a controlling interest in Ticketmaster through the issuance of Common Stock to Paul G. Allen and purchases of Ticketmaster shares in the open market for total consideration of \$210.0 million (the "Ticketmaster Acquisition"). In connection with the issuance of new shares to Mr. Allen, the Company also issued shares of the Company's Class B common stock in accordance with Liberty's contingent right to receive such shares as part of the Home Shopping Merger in 1996.

In connection with the Ticketmaster tax-free merger, as of June 24, 1998, the Company issued 31,934,400 shares of Common Stock to the public shareholders of Ticketmaster and converted 3.6 million options to acquire Ticketmaster common stock into options to acquire Common Stock for a total consideration of \$467.7 million. The acquisition of the controlling interest in Ticketmaster and the tax-free merger are collectively referred to as the "Ticketmaster Transaction."

On July 16, 1998, the Company sold the assets of SF Broadcasting, which owned and operated four television stations (the "SF Broadcasting Transaction").

On February 12, 1998, the Company acquired USA Networks, a New York general partnership, consisting of cable television networks USA Network and Sci-Fi Channel ("Networks"), as well as the domestic television production and distribution businesses of Universal Studios ("Studios USA") from Universal Studios, Inc. ("Universal"), an entity controlled by The Seagram Company Ltd. ("Seagram"), and the Company changed its name to USA Networks, Inc. (the "Universal Transaction").

On September 28, 1998, pursuant to an Amended and Restated Agreement and Plan of Reorganization among CitySearch, Inc. ("CitySearch"), the Company, Ticketmaster and certain of its subsidiaries, the Company merged the online ticketing operations of Ticketmaster (Ticketmaster.com) into a subsidiary of CitySearch, a publisher of local city guides on the Web (the "CitySearch Merger"), to create Ticketmaster Online-CitySearch, Inc. ("TMCS").

On May 10, 1999, the Company acquired substantially all of the assets and assumed substantially all of the liabilities of two entities which operate Hotel Reservations Network (the "Hotel Reservations Network Transaction").

On May 28, 1999, the Company acquired October Films, Inc. ("October Films"), in which Universal owned a majority interest, and the domestic film distribution and development business of Universal previously operated by Polygram Filmed Entertainment, Inc. ("PFE") (the "October Films/PFE Transaction").

On April 5, 2000, the Company acquired Precision Response Corporation ("PRC") (the "PRC Transaction").

On July 27, 2000 USAi and Styleclick.com Inc., a leading enabler of e-commerce for manufacturers and retailers, completed the merger of Internet Shopping Network ("ISN") and Styleclick.com (the "Styleclick Transaction").

For additional information on each of these transactions, see the Company's filings on Form 10-K for the year ended December 31, 1999 and on Form 10-Q for the three months ended June 30, 2000.

The following unaudited pro forma operating results of USAi present combined results of operations as if the Universal Transaction, Ticketmaster Transaction, CitySearch Merger, the SF Broadcasting Transaction, the Hotel Reservations Network Transaction, the October Films/PFE Transaction, the PRC Transaction and the Styleclick Transaction and the consolidation of HOT Germany all had occurred at the beginning of the periods presented.

The unaudited combined condensed pro forma statements of operations of USAi are presented below for illustrative purposes only and are not necessarily indicative of the results of operations that would have actually been reported had any of the transactions occurred at the beginning of the periods presented, nor are they necessarily indicative of future results of operations.

USA NETWORKS, INC.

PRO FORMA SEGMENT RESULTS

\$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST.

REVENUE	1998*		1999			
	YE 12/31	Q1	Q2	Q3	Q4	YE 12/31
OPERATING BUSINESSES						
Cable and studios	1,243.0	331.5	316.4	307.1	349.7	1,304.7
Electronic retailing - domestic	1,080.7	307.3	315.7	312.3	397.7	1,332.9
Electronic retailing - Germany	97.7	39.3	37.5	39.5	50.5	166.7
Ticketing	386.4	99.7	119.7	105.2	118.1	442.7
Hotel reservations	66.6	22.9	37.8	47.7	53.4	161.8
Teleservices	175.3	46.2	50.1	57.0	62.6	215.9
Other	15.8	4.1	2.8	0.0	0.0	6.9
Sub-total	3,065.5	851.0	880.0	868.7	1,032.0	3,631.7
Emerging Businesses						
Online city guides and related	16.8	5.8	6.9	9.7	14.0	36.3
Internet commerce	21.1	11.2	8.0	7.4	8.5	35.1
Electronic commerce services	0.7	3.2	5.1	6.2	5.8	20.2
Broadcasting	1.6	0.9	2.4	2.3	2.9	8.6
Electronic retailing - other int'l	2.8	1.5	2.3	2.5	2.7	8.9
Filmed entertainment	44.8	6.7	22.4	27.9	25.1	82.1
Emerging networks	0.0	0.2	0.2	0.3	0.5	1.2
Sub-total	87.8	29.6	47.3	56.3	59.4	192.5
Total	3,153.3	880.6	927.2	924.9	1,091.4	3,824.2
USA Network						
SCI FI	148.0	40.5	48.2	46.0	63.8	198.5
Studios, net	418.2	116.1	83.5	65.8	83.2	348.6
Cable and studios	1,243.0	331.5	316.4	307.1	349.7	1,304.7
Operating Businesses						
Entertainment	1,243.0	331.5	316.4	307.1	349.7	1,304.7
Electronic retailing	1,178.4	346.5	353.1	351.7	448.2	1,499.6
Information and services	628.3	168.9	207.6	209.8	234.1	820.5
Corporate and other	15.8	4.1	2.8	0.0	0.0	6.9
Sub-total	3,065.5	851.0	880.0	868.7	1,032.0	3,631.7
Emerging Businesses						
Entertainment	46.4	7.8	25.0	30.5	28.5	91.8
Electronic retailing	2.8	1.5	2.3	2.5	2.7	8.9
Information and services	38.6	20.3	19.9	23.3	28.2	91.7
Sub-total	87.8	29.6	47.3	56.3	59.4	192.5
Total						
Entertainment	1,289.4	339.3	341.4	337.6	378.1	1,396.5
Electronic retailing	1,181.2	348.0	355.4	354.2	450.9	1,508.6
Information and services	666.9	189.2	227.5	233.1	262.4	912.2
Corporate and other	15.8	4.1	2.8	0.0	0.0	6.9
Total	3,153.3	880.6	927.2	924.9	1,091.4	3,824.2

* 1998 has not been adjusted to include shipping and handling revenue for HSN.

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

PRO FORMA SEGMENT RESULTS

\$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST.

REVENUE	2000				
	Q1	Q2	Q3	Q4	YTD 9/30
OPERATING BUSINESSES					
Cable and studios	379.0	390.7	336.0		1,105.7
Electronic retailing - domestic	358.5	344.0	368.8		1,071.2
Electronic retailing - Germany	57.9	50.5	53.8		162.2
Ticketing	128.0	143.0	124.9		395.9
Hotel reservations	55.3	78.1	94.6		228.0
Teleservices	69.6	70.2	70.2		210.0

Other	0.7	0.4	0.5	1.6
Sub-total	1,048.9	1,076.8	1,048.9	3,174.6
Emerging Businesses				
Online city guides and related	17.0	20.2	21.6	58.8
Internet commerce	7.9	6.3	5.3	19.4
Electronic commerce services	4.7	3.8	7.2	15.6
Broadcasting	3.6	4.7	5.3	13.6
Electronic retailing - other int'l	3.2	3.2	3.9	10.3
Filmed entertainment	30.3	20.8	14.5	65.5
Emerging networks	0.6	3.7	8.6	12.9
Sub-total	67.2	62.8	66.3	196.2
Total	1,116.1	1,139.6	1,115.2	3,370.8
USA Network	196.9	208.9	200.5	606.4
SCI FI	62.4	71.3	64.6	198.3
Studios, net	119.6	110.5	71.0	301.1
Cable and studios	379.0	390.7	336.0	1,105.7
Operating Businesses				
Entertainment	379.0	390.7	336.0	1,105.7
Electronic retailing	416.4	394.4	422.6	1,233.4
Information and services	252.9	291.3	289.7	833.9
Corporate and other	0.7	0.4	0.5	1.6
Sub-total	1,048.9	1,076.8	1,048.9	3,174.6
Emerging Businesses				
Entertainment	34.5	29.2	28.3	92.0
Electronic retailing	3.2	3.2	3.9	10.3
Information and services	29.5	30.3	34.0	93.9
Sub-total	67.2	62.8	66.3	196.2
Total				
Entertainment	413.5	419.9	364.4	1,197.7
Electronic retailing	419.6	397.7	426.5	1,243.8
Information and services	282.4	321.6	323.7	927.8
Corporate and other	0.7	0.4	0.5	1.6
Total	1,116.1	1,139.6	1,115.2	3,370.8

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

USA NETWORKS, INC.

PRO FORMA SEGMENT RESULTS

\$ IN MILLIONS; ROUNDING DIFFERENCES MAY EXIST.

EBITDA	1998		1999			
	YE 12/31	Q1	Q2	Q3	Q4	YE 12/31
OPERATING BUSINESSES						
Cable and studios	330.3	109.5	105.7	92.8	125.9	433.9
Electronic retailing - domestic	180.2	42.1	48.2	50.1	74.3	214.7
Electronic retailing - Germany	(10.7)	3.6	1.9	3.7	7.0	16.3
Ticketing	8.9	19.5	27.2	21.3	25.4	93.3
Hotel reservations	10.9	3.4	5.8	6.6	8.7	24.5
Teleservices	19.6	5.8	6.5	8.3	9.8	30.4
Corporate and other	(21.6)	(7.2)	(12.0)	(6.3)	(10.7)	(36.2)
Sub-total	517.6	176.7	183.2	176.5	240.4	776.9
Executive consulting arrangement						
Emerging Businesses						
Online city guides and related	(29.0)	(8.9)	(13.9)	(17.7)	(20.4)	(60.8)
Internet commerce	(15.8)	(6.9)	(15.4)	(12.8)	(18.4)	(53.6)
Electronic commerce services	(1.0)	(0.2)	0.4	0.5	(3.2)	(2.4)
Broadcasting	(23.0)	(9.2)	(11.7)	(9.5)	(17.9)	(48.3)
Electronic retailing - other int'l	(12.5)	(0.7)	(1.6)	(1.7)	(0.5)	(4.5)
Filmed entertainment	2.6	(1.0)	1.2	1.7	2.8	4.7
Emerging networks	0.0	(0.6)	(0.5)	(0.8)	(1.1)	(3.0)
Sub-total	(78.7)	(27.4)	(41.6)	(40.2)	(58.7)	(167.9)
Total	438.9	149.4	141.7	136.3	181.7	608.9
USA Network	237.3	70.7	84.9	69.5	87.0	312.1
SCI FI	44.6	15.7	9.9	13.4	29.9	68.9
Studios, net	48.4	23.1	10.9	9.9	9.0	52.9
Cable and studios	330.3	109.5	105.7	92.8	125.9	433.9
Operating Businesses						
Entertainment	330.3	109.5	105.7	92.8	125.9	433.9
Electronic retailing	169.5	45.7	50.1	53.9	81.3	230.9
Information and services	39.4	28.8	39.4	36.1	43.9	148.3
Corporate and other	(21.6)	(7.2)	(12.0)	(6.3)	(10.7)	(36.2)
Total	517.6	176.7	183.2	176.5	240.4	776.9
Emerging Businesses						
Entertainment	(20.4)	(10.8)	(11.1)	(8.5)	(16.2)	(46.6)
Electronic retailing	(12.5)	(0.7)	(1.6)	(1.7)	(0.5)	(4.5)
Information and services	(45.8)	(15.9)	(28.9)	(30.0)	(42.0)	(116.8)
Sub-total	(78.7)	(27.4)	(41.6)	(40.2)	(58.7)	(167.9)
Total	438.9	149.4	141.7	136.3	181.7	608.9
Entertainment	309.9	98.7	94.6	84.3	109.7	387.3
Electronic retailing	157.0	45.1	48.5	52.1	80.7	226.4
Information and services	(6.4)	12.8	10.6	6.1	1.9	31.5
Corporate and other	(21.6)	(7.2)	(12.0)	(6.3)	(10.7)	(36.2)
Total	438.9	149.4	141.7	136.3	181.7	608.9

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

EBITDA	2000				
	Q1	Q2	Q3	Q4	YTD 9/30
OPERATING BUSINESSES					
Cable and studios	138.8	139.4	118.5		396.6
Electronic retailing - domestic	55.7	52.5	53.8		162.0
Electronic retailing - Germany	7.6	4.2	4.9		16.7
Ticketing	27.4	31.6	20.1		79.0
Hotel reservations	8.2	12.9	13.9		35.0
Teleservices	9.5	11.9	11.1		32.5
Corporate and other	(11.0)	(7.7)	(7.5)		(26.2)

Sub-total	236.1	244.7	214.8	695.6
Executive consulting arrangement		(11.6)		(11.6)
Emerging Businesses				
Online city guides and related	(17.9)	(15.6)	(14.3)	(47.8)
Internet commerce	(10.7)	(15.2)	(8.7)	(34.6)
Electronic commerce services	(5.6)	(6.3)	(8.0)	(19.8)
Broadcasting	(11.8)	(15.9)	(13.6)	(41.3)
Electronic retailing - other int'l	(1.1)	(2.2)	(4.2)	(7.5)
Filmed entertainment	2.2	(2.3)	(5.8)	(6.0)
Emerging networks	(2.3)	(2.0)	(0.3)	(4.6)
Sub-total	(47.1)	(59.4)	(55.0)	(161.5)
Total	189.0	173.7	159.8	522.5
USA Network	97.1	105.4	87.2	289.6
SCI FI	24.2	24.9	22.4	71.5
Studios, net	17.5	9.1	8.8	35.4
Cable and studios	138.8	139.4	118.5	396.6
Operating Businesses				
Entertainment	138.8	139.4	118.5	396.6
Electronic retailing	63.3	56.6	58.7	178.7
Information and services	45.0	56.4	45.1	146.5
Corporate and other	(11.0)	(19.3)	(7.5)	(37.8)
Total	236.1	233.1	214.8	684.0
Emerging Businesses				
Entertainment	(11.9)	(20.3)	(19.7)	(51.8)
Electronic retailing	(1.1)	(2.2)	(4.2)	(7.5)
Information and services	(34.1)	(37.0)	(31.0)	(102.2)
Sub-total	(47.1)	(59.4)	(55.0)	(161.5)
Total	126.9	119.1	98.7	344.7
Entertainment	62.2	54.5	54.5	171.2
Electronic retailing	10.9	19.4	14.0	44.3
Information and services	(11.0)	(19.3)	(7.5)	(37.8)
Corporate and other				
Total	189.0	173.7	159.8	522.5

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

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

P&L	1998		1999				
	YE 12/31 *		Q1 *	Q2*	Q3*	Q4 *	YE 12/31 *
Date Reported:	02/03/00		04/27/00	07/26/00	10/26/00	02/03/00	02/03/00
Revenues, net	2,879.7		793.2	889.4	924.9	936.1	3,290.7
Operating costs and expenses:							
Costs related to revenues	1,694.7		404.8	468.7	494.7	544.3	1,908.7
Other costs and expenses	693.1		244.9	274.5	293.9	220.1	804.5
Amort. of non-cash distribution and marketing expense	0.0		0.0	0.0	0.0	0.0	0.0
Depreciation	94.9		25.6	28.8	31.7	29.9	107.4
Amortization of goodwill	226.3		62.8	78.4	91.8	80.2	262.2
Total operating costs	2,709.0		738.0	850.3	912.1	874.5	3,082.8
Operating income	170.6		55.2	39.0	12.8	61.7	208.0
Interest expense, net	(119.6)		(13.0)	(15.7)	(12.4)	(10.9)	(51.6)
Gain on disposition of television station	74.9		0.0	0.0	0.0	0.0	0.0
Gain on sale of securities	109.0		47.3	3.0	39.5	0.0	89.7
Other, net	(23.4)		7.3	(8.8)	(3.6)	3.8	5.8
	40.9		41.6	(21.4)	23.4	(7.1)	43.9
Earnings before income taxes and minority interest	211.5		96.8	17.6	36.2	54.6	251.9
Income tax expense	(118.4)		(21.4)	(13.7)	(21.8)	(25.6)	(88.3)
Minority interest	(70.3)		(74.1)	(27.9)	(33.9)	(46.7)	(197.3)
Net income (loss)	22.8		1.3	(24.0)	(19.5)	(17.8)	(33.7)
Weighted average diluted shares	318.4		361.2	388.9	357.8	336.4	328.3
Weighted average fully converted shares	595.2		707.6	735.2	757.3	739.4	721.5
Basic earnings per share	\$.07		\$.00	\$ (.07)	\$ (.05)	\$ (.05)	\$ (.10)
Diluted earnings per share	\$.07		\$.00	\$ (.07)	\$ (.05)	\$ (.05)	\$ (.10)
Fully converted earnings per share	\$.13		\$.07	\$ (.00)	\$.02	\$.03	\$.16
EBITDA	491.9		143.6	146.2	136.3	171.8	577.5
Excluding one-time charges and non-operating gains:							
Basic and diluted earnings per share	\$ (.28)		\$ (.03)	\$ (.08)	\$ (.08)	\$ (.05)	\$ (.16)
Fully converted earnings per share	\$ (.04)		\$.03	\$ (.01)	\$ (.01)	\$.03	\$.09

*AS REPORTED. MAY NOT AGREE WITH PRO FORMA REVENUE AND EBITDA RESULTS ABOVE.

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P&L

	2000				
	Q1 *	Q2 *	Q3	Q4	YE 12/31
Date Reported:	04/27/00	07/26/00	10/26/00		
Revenues, net	1,002.8	1,098.1	1,115.2		
Operating costs and expenses:					
Costs related to revenues	574.7	638.8	673.6		
Other costs and expenses	243.8	280.1	281.8		
Amort. of non-cash distribution and marketing expense	0.8	1.6	2.7		
Depreciation	34.5	42.9	46.3		
Amortization of goodwill	81.8	96.7	108.9		
Total operating costs	935.5	1,060.0	1,113.3		
Operating income	67.3	38.0	1.9		
Interest expense, net	(8.6)	(8.8)	(9.6)		
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	(0.6)	(1.9)	69.9		
	(9.3)	(10.7)	60.3		
Earnings before income taxes and minority interest	58.1	27.3	62.2		
Income tax expense	(31.5)	(19.0)	(23.0)		
Minority interest	(45.4)	(36.9)	(58.6)		
Net income (loss)	(18.9)	(28.6)	(19.5)		
Weighted average diluted shares	337.5	362.0	367.8		
Weighted average fully converted shares	728.1	748.5	754.8		
Basic earnings per share	\$ (.06)	\$ (.08)	\$ (.05)		
Diluted earnings per share	\$ (.06)	\$ (.08)	\$ (.05)		
Fully converted earnings per share	\$.03	\$.01	\$.04		
EBITDA	184.3	179.2	159.8		
Excluding one-time charges and non-operating gains:					
Basic and diluted earnings per share	\$ (.06)	\$ (.07)	\$ (.10)		
Fully converted earnings per share	\$.03	\$.01	\$ (.02)		

* AS REPORTED. MAY NOT AGREE WITH PROFORMA REVENUE AND EBITDA RESULTS ABOVE.

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USA NETWORKS, INC.

DIVISIONAL OPERATING METRICS

IN MILLIONS EXCEPT PERCENTAGES AND RATINGS.

	1997	1998	1999				
	YE	YE	Q1	Q2	Q3	Q4	YE
USA NETWORK							
Advertising revenue	53%	53%	54%	56%	59%	58%	56%
Affiliate revenue	47%	47%	46%	44%	41%	42%	44%
Average primetime rating	2.0	2.3	2.6	2.6	2.3	2.2	2.4
Households (end of period)	72.4	75.1	75.3	75.7	76.9	77.2	77.2

	2000		
	Q1	Q2	Q3
USA NETWORK			
Advertising revenue	57%	58%	57%
Affiliate revenue	43%	42%	43%
Average primetime rating	2.4	2.2	2.0
Households (end of period)	77.4	78.2	79.4

	1997	1998	1999				
	YE	YE	Q1	Q2	Q3	Q4	YE
SCI FI CHANNEL							
Advertising revenue	56%	56%	55%	61%	57%	62%	59%
Affiliate revenue	44%	44%	45%	39%	43%	48%	41%
Average primetime rating	0.7	0.7	0.7	0.7	0.8	0.9	0.8
Households (end of period)	46.7	52.6	54.4	55.9	58.4	59.7	59.7

	2000		
	Q1	Q2	Q3
SCI FI CHANNEL			
Advertising revenue	64%	66%	62%
Affiliate revenue	36%	34%	38%
Average primetime rating	0.9	0.8	0.9
Households (end of period)	60.5	62.7	65.1

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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.

USA NETWORKS, INC.

DIVISIONAL OPERATING METRICS

IN MILLIONS EXCEPT PERCENTAGES.

	1999				
	Q1	Q2	Q3	Q4	YE
HSN - DOMESTIC					
On-air gross profit	34.0%	33.7%	35.4%	34.0%	34.3%
Product mix:					
Homegoods	47%	49%	46%	54%	49%
Jewelry	31%	27%	24%	26%	28%
Heath / Beauty	10%	12%	11%	10%	11%
Apparel / Accessories	12%	12%	19%	10%	12%
Units shipped	7.7	7.8	7.8	8.7	32.0
Return rate	22.8%	20.4%	19.1%	19.1%	20.3%
HSN cable / DBS HH (end of period)	54.8	56.8	57.6	60.6	60.6
HSN total HH (end of period)	71.0	72.7	73.0	73.7	73.7

	2000		
	Q1	Q2	Q3
HSN - DOMESTIC			
On-air gross profit	33.6%	34.7%	34.7%
Product mix:			
Homegoods	50%	47%	49%
Jewelry	27%	28%	26%
Heath / Beauty	11%	13%	10%
Apparel / Accessories	12%	12%	15%
Units shipped	8.2	7.8	8.2
Return rate	20.9%	19.6%	20.2%
HSN cable / DBS HH (end of period)	62.0	63.2	64.6
HSN total HH (end of period)	75.2	76.4	75.9

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USA NETWORKS, INC.

DIVISIONAL OPERATING METRICS

IN MILLIONS EXCEPT REVENUE PER TICKET AND PERCENTAGES.

	1997	1998	1999				
	YE	YE	Q1	Q2	Q3	Q4	YE
TICKETMASTER							
Number of tickets sold (mm)	65.8	68.6	19.1	19.9	17.6	18.4	75.0
Gross value of tickets sold (mm)	\$2,168	\$2,340	\$615	\$756	\$651	\$759	\$2,781
Share of tickets sold online	1.6%	4.3%	8.7%	13.5%	15.0%	18.4%	13.4%
Revenue per ticket- Combined	\$ 4.50	\$4.66	\$ 4.69	\$ 5.36	\$ 5.34	\$ 5.62	\$ 5.25
Revenue per ticket- Online	\$ 5.06	\$5.45	\$ 5.62	\$ 6.68	\$ 6.45	\$ 6.46	\$ 6.38

2000		
Q1	Q2	Q3

TICKETMASTER			
Number of tickets sold (mm)	21.8	22.3	20.2
Gross value of tickets sold (mm)	\$812	\$881	\$782
Share of tickets sold online	20.5%	25.8%	25.2%
Revenue per ticket- Combined	\$5.44	\$5.89	\$5.67
Revenue per ticket- Online	\$6.49	\$7.08	\$6.72

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USA NETWORKS, INC.

DIVISIONAL OPERATING METRICS

	1999			2000		
	Q1	Q2	Q3	Q1	Q2	Q3
HOTEL RESERVATIONS NETWORK						
Hotel room nights sold (thousands)	181	291	374	429	587	717
Portion of revenues generated online	69%	81%	85%	91%	92%	94%
Affiliated revenues as % of total revenue	27%	41%	44%	53%	52%	53%
Cities served	27	37	38	49	60	83

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