

USA INTERACTIVE  
Form 8-K  
February 12, 2003

[QuickLinks](#) -- Click here to rapidly navigate through this document

---

---

**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): February 12, 2003

**USA INTERACTIVE**

(Exact name of Registrant as specified in charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**152 West 57th Street, New York, NY**  
(Address of principal executive offices)

Registrant's telephone number, including area code:  
(212) 314-7300

**0-20570**  
(Commission File  
Number)

**59-2712887**  
(IRS Employer  
Identification No.)  
**10019**  
(Zip Code)

---

**ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE**

On January 17, 2003, USA Interactive ("USA") completed its acquisition of the outstanding shares of Ticketmaster that it did not already own through the merger of a wholly owned subsidiary of USA with Ticketmaster, with Ticketmaster surviving as a wholly owned subsidiary of USA. In the merger, each outstanding share of Ticketmaster Class A common stock and Ticketmaster Class B common stock (other than shares held by USA, Ticketmaster and their subsidiaries) was converted into the right to receive 0.935 of a share of USA common stock. Attached hereto as exhibit 99.1 is Unaudited Pro Forma Combined Condensed Financial Information related to the transaction.

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

(c) Exhibits.

99.1 Unaudited Pro Forma Combined Condensed Financial Information

---

**SIGNATURES**

## Edgar Filing: USA INTERACTIVE - Form 8-K

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/ DARA KHOSROWSHAHI

---

Name: Dara Khosrowshahi  
Title: Executive Vice President and  
Chief Financial Officer

Date: February 12, 2003

---

### QuickLinks

[ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE](#)

[ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS](#)