

USA INTERACTIVE
Form 8-K
February 12, 2003

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**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

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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](#)