

Item 1.01. Entry into a Material Definitive Agreement.

On May 31, 2018, Expedia Group, Inc., a Delaware corporation (the “Company”) and its applicable subsidiaries entered into a Fourth Amendment (the “Fourth Amendment”) amending and supplementing the Amended and Restated Credit Agreement, dated as of September 5, 2014 (as amended, supplemented or otherwise modified, including by the Fourth Amendment, the “Credit Agreement”), among the Company, Expedia, Inc., a Washington corporation, Travelscape, LLC, a Nevada limited liability company, Hotwire, Inc., a Delaware corporation, the lenders and issuing banks party thereto, JPMorgan Chase Bank, N.A., as Administrative Agent, and the other parties thereto. The Fourth Amendment, among other things, increased the aggregate commitments under the Credit Agreement by \$500,000,000 to \$2,000,000,000, extended the maturity date of the loans and commitments under the Credit Agreement to May 31, 2023, reduced the interest rate on loans under the Credit Agreement by up to 25.0 basis points per annum (with the interest rate varying based on the Company’s senior unsecured debt ratings), provided for borrowings in certain additional currencies under the Credit Agreement, increased the maximum permissible leverage ratio to 4.00:1.00, reduced the minimum permissible ratio of consolidated EBITDA to consolidated cash interest expense to 2.75:1.00, and made certain other modifications to the covenants and other terms of the Credit Agreement.

The foregoing description of the Fourth Amendment is not complete and is qualified in its entirety by reference to the actual Fourth Amendment, which is attached to this report as Exhibit 10.1 and is incorporated herein by reference.

Item 2.03. Creation of Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

Please see Item 1.01 above, which is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
10.1	<u>Fourth Amendment, dated as of May 31, 2018, among Expedia Group, Inc., a Delaware corporation, Expedia, Inc., a Washington corporation, Travelscape, LLC, a Nevada limited liability company, Hotwire, Inc., a Delaware corporation, the lenders and issuing banks party thereto, JPMorgan Chase Bank, N.A., as Administrative Agent and London Agent.</u>

SIGNATURE

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 hereunto duly authorized.

EXPEDIA GROUP, INC.

By: /s/ ALAN PICKERILL

Alan Pickerill

Chief Financial Officer

Dated: May 31, 2018

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