

IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF MARYLAND

COUNTY COMMISSIONERS OF WORCESTER *
COUNTY, MARYLAND

Plaintiff,

Civil Action No. MJG-09-13

v.

PRICELINE.COM INCORPORATED, *et al.*,

Defendants.

* * * * *

**FED. R. CIV. P 7.1 AND LOCAL RULE 103.3
DISCLOSURE STATEMENT FOR DEFENDANTS EXPEDIA, INC.,
HOTELS.COM, L.P., TRAVELNOW.COM, INC., AND HOTWIRE, INC.**

Defendants Expedia, Inc., a Delaware corporation, Hotels.com, L.P., TravelNow.com, Inc., and Hotwire, Inc. disclose the following pursuant to Fed. R. Civ. P 7.1 and Local Rule 103.3.

1. Expedia, Inc. is a Delaware corporation (“Expedia DE”) with no parent corporation. As of March 15, 2009, the following entities owned 10 percent or more of the stock of Expedia DE and therefore may have a financial interest in the outcome of this litigation:

- a) T. Rowe Price Group, Inc., through its subsidiary T. Rowe Price Associates, Inc.,
and
- b) Liberty Media Corporation.

2. Hotels.com, L.P. is a Texas limited partnership. Hotels.com GP, LLC, a Texas limited liability company, and HRN 99 Holdings, LLC, a New York limited liability company, are the General and Limited Partner, respectively, of Hotels.com, L.P. Both Hotels.com GP, LLC and HRN 99 Holdings, LLC are wholly-owned subsidiaries of Expedia, Inc., the Washington Corporation (“Expedia WA”). Expedia WA is a wholly-owned subsidiary of Expedia DE.

3. Effective January 1, 2009, TravelNow.com, Inc., a Delaware corporation, merged into Expedia WA. Expedia WA is a wholly-owned subsidiary of Expedia DE.

4. Hotwire, Inc., a Delaware corporation, is a wholly-owned subsidiary of Expedia WA. Expedia WA is a wholly-owned subsidiary of Expedia DE.

Other than the corporations, unincorporated associations, partnerships, and/or other business entities listed above, no other entities have any financial interest in the outcome of this litigation for these defendants as defined in Local Rule 103.3.

Dated: June 26, 2009

Respectfully submitted,

/s/ J. Stephen Simms

J. Stephen Simms (#4269)
John T. Ward (#1507)
M. Scotland Morris (#25167)
SIMMS SHOWERS LLP
20 S. Charles Street, Suite 702
Baltimore, Maryland 21201
Telephone: 410-783-5795
Facsimile: 410-510-1789
Counsel for all Defendants

OF COUNSEL:

James P. Karen
(*pro hac vice* application to be submitted)
Deborah S. Sloan
(*pro hac vice* application to be submitted)
JONES DAY
2727 North Harwood Street
Dallas, Texas 75201
Telephone: (214) 220-3939
Facsimile: (214) 969-5100
E-mails: jkaren@jonesday.com
dsloan@jonesday.com
***Counsel for Defendants Expedia, Inc. (DE);
Hotels.com, L.P.; Hotwire, Inc.; and
TravelNow.com, Inc.***

CERTIFICATE OF SERVICE

I certify that on June 26, 2009, I caused the foregoing to be filed with this Court's CM/ECF system for service on all record counsel.

/s/ M. Scotland Morris