

TripAdvisor, Inc.
Form 10-Q
July 23, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2015

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 001-35362

TRIPADVISOR, INC.

(Exact name of registrant as specified in its charter)

Delaware 80-0743202
(State or other jurisdiction of (I.R.S. Employer

incorporation or organization) Identification No.)

400 1st Avenue

Needham, MA 02494

(Address of principal executive office) (Zip Code)

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(781) 800-5000

(Registrant's telephone number, including area code)

141 Needham Street, Newton, MA 02464

(Former name, former address and former fiscal year,
if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

| Class | Outstanding Shares at July 21, 2015 |
|---|-------------------------------------|
| Common Stock, \$0.001 par value per share | 131,296,364 shares |
| Class B common stock, \$0.001 par value per share | 12,799,999 shares |

TripAdvisor, Inc.

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For the Quarter Ended June 30, 2015

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PART I – FINANCIAL INFORMATION

Item 1. Unaudited Financial Statements

TRIPADVISOR, INC.

UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS

(in millions, except per share amounts)

| | Three months ended June 30, | | Six months ended June 30, | |
|-----------------------------------|--------------------------------------|-------|---------------------------------|-------|
| | 2015 | 2014 | 2015 | 2014 |
| Revenue | \$405 | \$323 | \$768 | \$604 |
| Costs and expenses: | | | | |
| Cost of revenue (1) | 16 | 9 | 29 | 17 |
| Selling and marketing (2) | 192 | 127 | 350 | 228 |
| Technology and content (2) | 50 | 41 | 99 | 79 |
| General and administrative (2) | 44 | 32 | 77 | 58 |
| Depreciation | 15 | 11 | 28 | 21 |
| Amortization of intangible assets | 9 | 3 | 16 | 5 |
| Total costs and expenses: | 326 | 223 | 599 | 408 |
| Operating income | 79 | 100 | 169 | 196 |
| Other income (expense): | | | | |