
**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 6, 2008

Yahoo! Inc.

(Exact name of registrant as specified in its charter)

Delaware

000-28018

77-0398689

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

701 First Avenue
Sunnyvale, California

94089

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (408) 349-3300

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

On February 6, 2008, Jerry Yang, Chief Executive Officer of Yahoo! Inc. (the "Company"), distributed an email to the employees of the Company encouraging employees to stay focused on executing the Company's priorities while the Board of Directors of the Company continues its process to review the Company's strategic alternatives in connection with the recent unsolicited proposal made by Microsoft Corporation to acquire the Company. A copy of the email to Company employees is furnished with this Form 8-K and attached hereto as Exhibit 99.1. Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Email from the Chief Executive Officer to Yahoo! Inc. Employees, dated February 6, 2008.

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.

YAHOO! INC.
(Registrant)

By: /s/ Michael J. Callahan

Name: Michael J. Callahan

Title: Executive Vice President, General
Counsel and Secretary

Date: February 6, 2008

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Email from the Chief Executive Officer to Yahoo! Inc. Employees, dated February 6, 2008.

Subject: Building on our strengths

yahoos —

first off, I want to thank you for the great job you're doing staying focused on executing our priorities. there's obviously been a lot of talk about yahoo! in recent days and we won't let it distract us from pursuing our transformation strategy.

roy and I have communicated about the thorough review process our board is going through right now. the board is focused on maximizing the value of yahoo!'s tremendous assets for our shareholders. and it is going to take the time it needs to do it right.

as we've said, no decisions have been made about microsoft's proposal. our board is thoughtfully evaluating a wide range of potential strategic alternatives in what is a complex and evolving landscape. and we've hired top advisors to assist through the process.

what's become clear in the past few days is how much people care about this company. we've seen a strong show of support from our users, advertisers, and publishers, reminding us how much they love our products and services. and i've heard from many of you — and from other friends and colleagues from around silicon valley and across the globe — that we need to do what's best for yahoo! and our shareholders. i promise you that the board is going to do that.

the microsoft interest highlights the tremendous strength of the yahoo! brand and assets: our half billion users around the world, our leading products and services, our open ad network, our technology, and most of all, our amazingly talented people.

we have a lot to be excited about and there's more good news to come. yesterday we announced a digital music partnership with rhapsody and our acquisition of foxytunes, maker of the popular music toolbar plugin. today we launched zimbra 5.0, a next generation e-mail and collaboration suite that's a great milestone in our open platform and starting point strategies. and stay tuned for exciting announcements next week at the mobile world congress.

as we look to build on the progress we've been making, i want to make sure you all realize how essential you are to yahoo!'s success. as this process moves forward, we're going to keep you informed. your hard work and strong commitment are more important now than ever before.

jerry