FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washii

| ngton, D.C. 20549 | OMB APPROVAL |
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| -  | OMB APPRO              | JVAL    |
|--|------------------------|---------|
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number:            | 3235-02 |
|  | Estimated average burd | den     |

hours per response:

0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |                    |  |   | 01  | Occi | 1011 00(11)   | 01 111          | e ilivestilleli   | . 00. | ilpully Act        | 0. 10-0                                      |   |   |  |   |   |                                   |  |
|---|---|--------------------|--|---|---|------|---|-----------------|---|-------|--------------------|--|---|---|--|---|---|-----------------------------------|--|
| 1. Name and Address of Reporting Person*  KERN ARTHUR   |   |                    |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol YAHOO INC [YHOO] |   |      |   |                 |   |       |                    |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |  |   |   |                                   |  |
| KERN  | ARIHU   | <u>K</u>           |  |   |   |      |   |                 |   |       |                    |  |   | X Dir   | ector  |   | 10%   | Owner                             |  |
| (Last) (First) (Middle)                                 |   |                    |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2010 |      |   |                 |   |       |                    |  |   | ficer (give<br>low)   | e title  | Other<br>below  | (specify<br>)   |                                   |  |
| C/O YAI   | HOO! INC  |                    |  |   |   | 30/2 | .010  |                 |   |       |                    |  |   |   |  |   |   |                                   |  |
| 701 FIRST AVENUE  |   |                    |  |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |      |   |                 |   |       |                    |  |   | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |   |   |                                   |  |
| (Street)  |   |                    |  |   |   |      |   |                 |   |       |                    |  | - 1   | ,   | rm filed I   | by One Re   | eporting Per  | son                               |  |
| SUNNY   | VALE C  | A                  | 94089  |   |   |      |   |                 |   |       |                    | Form filed by More than One Reporting Person |   |   |  |   |   |                                   |  |
| (City)  | (5  | State)             | (Zip)  |   |   |      |   |                 |   |       |                    |  |   |   |  |   |   |                                   |  |
|   |   | Tab                | le I - Non   | -Deriv  | ative   | e Se | curitie   | s A             | cquired,  | Dis   | posed o            | f, or Bei                                    | neficial  | ly Owi  | ned  |   |   |                                   |  |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D |   |                    |  |   | Execution Date  |      |   | Code (Instr. 5) |   |       |                    |  |   | Fo<br>(D  | Ownership<br>orm: Direct<br>o) or Indirect<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                             |   |                                   |  |
|   |   |                    |  |   |   | Code | v   | Amount          | ount (A) or (D)   |       | Tran               | orted<br>saction(s<br>tr. 3 and 4            | s)<br>4)  |   | (Instr. 4)   |   |   |                                   |  |
|   |   | -                  | Table II - D   |   |   |      |   |                 | quired, D<br>s, option                                  |       |                    |  |   | Owne  | ed   |   |   |                                   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | e (Month/Day/Year) | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/Y | ate, T  | ransac<br>Code (I   |      | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |                 | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year |       | Amount             |  | f<br>g<br>Security  | 8. Prica<br>Deriva<br>Securii<br>(Instr. !                  | tive der<br>ty Sec<br>5) Be<br>Ow<br>Fol<br>Re<br>Tra    | Number of rivative curities eneficially vned ellowing eported ansaction(str. 4) | Ownersh<br>Form:<br>Direct (D<br>or Indire<br>(I) (Instr. | Beneficial Ownershi ct (Instr. 4) |  |
|   |   |                    |  | c   | Code  | v    | (A)   | (D)             | Date<br>Exercisable                                     |       | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares                                  |   |  |   |   |                                   |  |
| Director<br>Stock<br>Option<br>(right to                | \$13.84   | 06/30/2010         |  |   | A   |      | 5,148   |                 | 06/30/2010 <sup>0</sup>                                 | 2) (  | 06/30/2017         | Common<br>Stock                              | 5,148   | (3)   |  | 5,148   | D   |                                   |  |

## **Explanation of Responses:**

- 1. These options were granted under the Yahoo! Inc. 1996 Directors' Stock Plan, which permits directors to elect to receive payment of quarterly directors' fees in the form of an automatic grant of stock options or award of restricted stock units.
- 2. The options vest 100% on the date of grant.
- 3. Not applicable.

/s/ Aman S. Kothari, attorney-07/02/2010 in-fact for Arthur H. Kern

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.