FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB	APPROV	VAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

1.	Name and Address Yahoo! Inc.	of Reporting P		2. Issuer Name and Net2Phone, Inc. (Trading Sy	mbol			6.	Relations (Check a		Leporting Perso able)	n(s) to Iss	uer	
	(Last) 701 First Avenue	(First)	(Middle)		3. I.R.S. Identificati Reporting Person (Voluntary) 77-0398689			. Statemer	nt for Month/Yea	ar	_	_ Directo _ Office (give t		_	_ 10% Ov Other (specify l	
		(Street)					- 5	. If Amen (Month/	dment, Date of (Year)	Original	7.	(Check A X Form Form f	pplicab filed by	One Reporting More than One	§ Person	
_	Sunnyvale,	Californi														
	(City)	(State)	(Zip)		Table I—Non-Deriv	ative Sec	curities Acc	uired, Dis	oosed of, or Ber	neficially	Owne	ed				
1.	Title of Security (Instr. 3)		action Date th/Day/Year)	3.	Transaction Code (Instr. 8)	(D)			r Disposed of	Se Be Ov	onth]	Ownership Forn Direct (D) or Indirect (I) (Instr. 4)	n: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V		Amount	(A) or (D)	Price		,					
Con	nmon Stock	8/1/03	l		S		714	D	\$3.96							
Con	nmon Stock	8/1/03	1		S		714	D	\$4.06							
Con	nmon Stock	8/1/03	ı		S		714	D	\$4.08							
Con	nmon Stock	8/1/03	l		S		2,142	D	\$4.09							
Con	nmon Stock	8/1/03	l		S		714	D	\$4.10							
Con	nmon Stock	8/1/0	1		S		714	D	\$4.11							
	ninder: Report on a se the form is filed by n				neficially owned directly etion 4(b)(v).		ectly. Page 1 of 33		Potential perso this form are n	ot requi					rmation (
FO	RM 4 (continued)				Table II			ities Acqui	OMB control n red, Disposed o ptions, convert	f, or Be		lly Owner	i			
1.	Title of Derivative (Instr. 3)	Security 2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	4.	Transaction (Instr. 8)		5. Numb	er of De	rivative or Disp	e Securitie osed of (I		Date Exerc Date (Mont	isable and h/Day/Ye	Expiration ar)
							Code	V	(A)		(D))		Date Exercisable		Expiration Date
_																

(Instr. 3 and 4)			Security (Instr. 5)	Securities Beneficially Owned at End of Month (Instr. 4)		ative Security: Direct Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
Title	Amou Shares	nt or Number of	•				
xplanation of Responses	:						
		facts constitute Fed	eral Criminal Violations. See 18	/s/ Susan L.	Decker	Sept	ember 10, 2001
	this Form, one of v	which must be manua	ally signed. If space is insufficient,	**Signature of Rep Susan L. Decker, Senior Vice President, Finance and		Chief	Date
Instruction 6 for proce tential persons who are		collection of informa	tion contained in this form are not	Financial Officer			
quired to respond unless	s the form displays	a currently valid OM		2 of 33			
		UNITEI	STATES SECURITIES AN	ID EXCHANGE COMMI	SSION		
FORM	I 4		Washington, D	D.C. 20549		OMB APPROVA	L
Check this box if no le to Section 16. Form 4 obligations may con: Instruction 1((Print or Type Res	or Form 5 tinue. <i>See</i> (b).	Filed pursuant to Sec	TEMENT OF CHANGES IN tion 16(a) of the Securities Exchange A mpany Act of 1935 or Section 30(f) of the	act of 1934, Section 17(a) of the Pub	olic Utility Holding	OMB Number: 3235-CExpires: December 31, Estimated average bur hours per response	2001 den
Name and Address Yahoo! Inc.	of Reporting Perso	n*	Issuer Name and Ticker or Trace Net2Phone, Inc. (NTOP)	ding Symbol		onship of Reporting Perso all applicable)	n(s) to Issuer
(Last)	(First)	(Middle)	I.R.S. Identification Number of Reporting Person, if an entity Only 1997 Only 199	f 4. Statement for Month/Year	Off	.cer	10% Owner Other
701 First Avenue			(Voluntary)	08/2001	(giv	e title below)	(specify below)
	(Street)			5. If Amendment, Date of Or (Month/Year)	(Chec _ For _ For	dual or Joint/Group Filing Applicable) In filed by One Reporting In filed by More than One In orting Person	Person
Sunnyvale,	California	94089			Кер	orting Person	
(City)	(State)	(Zip)	Table I—Non-Derivative Securiti	ies Acquired, Disposed of, or Bene	ficially Owned		
Title of Security (Instr. 3)	2. Transactio (Month/D		(Instr. 8) (D)	ses Acquired (A) or Disposed of 5.	Amount of Securities Beneficially Owned at End or Month nstr. 3 and 4)	6. Ownership Forn Direct (D) or Indirect (I) (Instr. 4)	m: 7. Nature of Indirect Beneficia Ownersh (Instr. 4)
			Code V Am	nount (A) or (D) Price	113tt. 5 and 4)		
ommon Stock	8/1/01		S	714 D \$4.15			
ommon Stock	8/1/01		S	714 D \$4.16			
ommon Stock	8/1/01		S	714 D \$4.17			
ommon Stock	8/1/01		S	718 D \$4.20			
ommon Stock	8/1/01		S	714 D \$4.24			
ommon Stock	8/1/01		S	714 D \$4.34			

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Title of Security

(Instr. 3)

Transaction Date

(Month/Day/Year)

Transaction Code

(Instr. 8)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

	(Print or Type Res																
1.	Name and Address Yahoo! Inc.	of Reporting Persor	ı*		suer Name and Ticker or et2Phone, Inc. (NTOP)	Trading S	ym	bol			6.		nship of all appl		g Person(s) to Issı	uer
	(Last) 701 First Avenue	(First)	(Middle)	R	RS Identification Number eporting Person, if an en foluntary)			Statement for 08/2001	Month/Yea	ar		_ Dire _ Offic (give		low)	_ Ot	% Own her secify b	
_		(Etwo at)		_			_	If Amendmen	t Data of ()	.1 7	Tandinatio	hal au I	oint/Cross	n Filing		
	Sunnyvale,	(Street) California	94089				5.	If Amendmen (Month/Year)	t, Date or C	origina	ai /.	Check Form	Application Application Application Application	y One Re y More th	porting Per	rson	
_	(City)	(State)	(Zip)	Table	I—Non-Derivative Sec	curities Ac	aui	red. Disposed	l of, or Ber	neficia	llv Own	ed					
1.	Title of Security (Instr. 3)	2. Transactio (Month/Da			ction Code 4. Sec 8) (D)	curities Ac	qui	red (A) or Dis	posed of	5. <i>1</i>	Amount of Securities Beneficiary Owned at Month 3 and 4)	of S lly	6.	Owners Direct (Indirect (Instr. 4	(Í)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
Con	nmon Stock	8/2/01		S		714	D		\$4.15								
Con	nmon Stock	8/2/01		S		718	D		\$4.36								
_	nmon Stock	8/2/01		S		714	_		\$4.38								
_	nmon Stock	8/2/01		S		714	_		\$4.39								
Con	nmon Stock	8/2/01		S		714	D		\$4.46								
Con	nmon Stock	8/2/01		S		2,142	D		\$4.55								
_			class of securities b		owned directly or indire		_		<u> </u>								(Over
	the form is filed by n)(v).	Page 4 of 3	33	this f	ntial perso form are n 3 control n	ot req	uired to					ation c	C 1474 (3-99 contained in
_			UNITEI	STAT	ES SECURITIES				сомм	ISSI	ON						
	FORM	14			Washingto	n, D.C.	20	549					OME	APPR	ROVAL		
t	Check this box if no loo Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	4 or Form 5 ntinue. <i>See</i> (b).	iled pursuant to Sec	tion 16(a)	T OF CHANGES of the Securities Exchan of 1935 or Section 30(f	ge Act of	193	4, Section 17(a) of the Pu	ıblic U		lding	Expire Estima	s: Decem	3235-028 aber 31, 20 age burder onse 0.5	01 1	
1.	Name and Address Yahoo! Inc.	of Reporting Persor	1*		suer Name and Ticker on et2Phone, Inc. (NTOP)	Trading S	ym	bol			6.		nship of all appl		g Person(s) to Issı	uer
	(Last) 701 First Avenue	(First)	(Middle)	R	RS Identification Number eporting Person, if an en foluntary)			Statement for 08/2001	Month/Yea	ar		_ Dire _ Offic (give	ctor cer e title be	low)	Ot	% Own her secify b	
_		(Street)		-		:	5.	If Amendmen (Month/Year)		Origina	al 7.	Forn	n filed b n filed b	y One Re y More th	p Filing (C porting Per aan One		pplicable)
	Sunnyvale,	California	94089									Rep	orting Pe	erson			
	(City)	(State)	(Zip)	Table	I Non Dariyatiya Sac	urities As	-	red Dispesse	l of ow Por	noficio	Ilı Orm	nd .					

Securities Acquired (A) or Disposed of 5.

(D) (Instr. 3, 4 and 5) Amount of

Securities

Beneficially

Ownership Form:

Direct (D) or Indirect (I)

(Instr. 4)

Nature of

Beneficial

Indirect

(Instr. 3, 4 and 5)

Price

\$4.42

\$4.45

\$4.52

\$4.55

\$4.56

\$4.57

Amount (A) or (D)

714 D

714 D

718 D

2.142 D

714 D

714 D

Beneficially Owned at End of Month (Instr. 3 and 4)

Indirect (I) (Instr. 4)

Beneficial Ownership (Instr. 4)

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

8/3/01

8/3/01

8/3/01

8/3/01

8/3/01

8/3/01

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Code

S

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(Over) SEC 1474 (3-99)

Page 6 of 33

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM 4

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

Estimated average burden hours per response 0.5

Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOP)

Relationship of Reporting Person(s) to Issuer (Check all applicable)

OMB APPROVAL

OMB Number: 3235-0287

Expires: December 31, 2001

(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification N Reporting Person, if (Voluntary)		4. Statement 08/2001	for Month/Year	r	_ Dire _ Offi (give t		7)	10% Own Other (specify l	
Sunnyvale,	(Street) California	94089	_		5. If Amendi (Month/Yo	ment, Date of O	riginal 7.	(Check	c Applican filed by	One Reporting More than Or	g Person	
(City)	(State)	(Zip)	Table I Non Devivation	va Sacuritias As	guired Diene	acad of an Pane	oficially Over	and .				
Title of Security	2. Transaction	. Date 3.	Table I—Non-Derivativ Transaction Code 4.			Disposed of 5	-		6.	Ownership Fo	orm: 7.	Nature of
(Instr. 3)	(Month/Day	y/Year)	(Instr. 8)	(D) (Instr. 3, 4 an	-		Securitie Benefici Owned a Month Instr. 3 and 4)	ally at End of		Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price						
Common Stock	8/3/01		S	714	D	\$4.61						
Common Stock	8/3/01		S	1,428	D	\$4.62						
Common Stock	8/3/01		S	714	D	\$4.65						
Common Stock	8/6/01		S	718	D	\$4.36						
Common Stock	8/6/01		S	2,142	D	\$4.38						
Common Stock	8/6/01		S	2,142	D	\$4.40						
* If the form is filed by n	ore man one reporting			Page 7 of 3	tl C	Potential person his form are no DMB control nu	t required to ımber.				formation	
FORM	T 4	UNITE	D STATES SECURIT Washi	TIES AND E		E COMMI	SSION		ОМВ	APPROV	AL	
// Check this box if no l to Section 16. Form 4 obligations may con Instruction 1	or Form 5 tinue. See (b). Fi		CHANGES IN B	xchange Act of	L OWNEI	17(a) of the Pub		olding	Expires Estima	Number: 3235 s: December 3 ted average b per response	1, 2001 urden	
1. Name and Address Yahoo! Inc.	of Reporting Person		2. Issuer Name and Tic Net2Phone, Inc. (NT	ker or Trading S		pany Act of 194			onship of all appli	Reporting Per	son(s) to Iss	uer
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identification Reporting Person, if (Voluntary)		4. Statement 08/2001	for Month/Year	r	_ Dire _ Offi (giv			10% Own Other (specify l	
	(Street)		_	,	5. If Amendi (Month/Yo	ment, Date of O	riginal 7.	(Check For For	c Applica m filed b	int/Group Filing ble Line) y One Reporting y More than O	ng Person	
Sunnyvale,	California	94089										
(City)	(State)	(Zip)	Table I—Non-Derivativ	ve Securities Ac	quired, Dispo	osed of, or Bene	eficially Owr	ied				
1. Title of Security (Instr. 3)	2. Transaction D (Month/Day/		Transaction Code 4. (Instr. 8)	Securities Acc (D) (Instr. 3, 4 and			5. Amour Securir Benefi Owned Month (Instr. 3 and	ties cially l at End	6. of	Ownership Direct (D) of Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	, o und	,				
Common Stock	8/6/01		S	1,428	D	\$4.41						
Common Stock	8/6/01		S	714	D	\$4.40						
Common Stock	8/6/01		S	1,428	D	\$4.45						
Common Stock	8/6/01		S	714	D	\$4.50						
Common Stock	8/6/01		S	714	D	\$4.55						
Common Stock	8/7/01		S	1,428	D	\$4.30						

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Title of Security

(Instr. 3)

Transaction Date

(Month/Day/Year)

Transaction Code

(Instr. 8)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

	(Print or Type R			r y -			_								
1.	Name and Addre Yahoo! Inc.	ss of Reporting Pers	on*	2.	Issuer Name and Tick Net2Phone, Inc. (NTC		yn	nbol		6.		ionship o	of Reporting l	Person(s) to	Issuer
	(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identification N Reporting Person, if a (Voluntary) 77-0398689		ı.	Statement for Mon 08/2001	ith/Year		Off	rector ficer ve title bo	elow)	10% (Other (speci	
		(Street)		_		- 5	5.	If Amendment, Da (Month/Year)	te of Orig	inal 7.	(Chec	k Applic m filed b	Joint/Group I cable) y One Repor	ting Person	
	Sunnyvale,	California	94089									porting P			
	(City)	(State)	(Zip)	Ta	ole I—Non-Derivativo	Securities Ac	qu	iired, Disposed of,	or Benefic	ially Own	ied				
1.	Title of Security (Instr. 3)	2. Transacti (Month/I			saction Code 4. r. 8)	Securities Acc (D) (Instr. 3, 4 and	-	ired (A) or Disposed		Amount Securitie Benefici Owned a Month r. 3 and 4)	s ally it End o	6.	Ownership Direct (D) Indirect (I (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
_				Coo	e V	Amount	(1	A) or (D) Price	e						
Cor	nmon Stock	8/7/01		S		1,428	Г	\$4.3	2						
Cor	nmon Stock	8/7/01		S		1,432	Г	\$4.3	3						
Cor	nmon Stock	8/7/01		S		1,428	Е	\$4.3	4						
Cor	nmon Stock	8/7/01		S		714	Г	\$4.3	6						
Cor	nmon Stock	8/7/01		S		714	Е	\$4.3	7						
Cor	nmon Stock	8/7/01		S		714	Г	\$4.3	8						
			h class of securities b rting person, <i>see</i> Insti		lly owned directly or i (b)(v).	ndirectly. Page 9 of 3	3		are not r	equired to					(Over SEC 1474 (3-99 on contained in rrently valid
_	FOR	M 4	UNITE) STA	TES SECURITI Washin	ES AND E			MMISS	SION		OMI	B APPRO	OVAL	
t	Check this box if no o Section 16. Form obligations may co Instruction (Print or Type R	n 4 or Form 5 ontinue. <i>See</i> 1(b).	Filed pursuant to Se	ction 16	NT OF CHANG a) of the Securities Ex Act of 1935 or Section	change Act of 1	.93	34, Section 17(a) of	the Public		olding	Expir Estim	Number: 3 es: Decembe ated averag per respons	er 31, 2001 e burden	
1.	Name and Addre Yahoo! Inc.	ss of Reporting Pers	on*	2.	Issuer Name and Tick Net2Phone, Inc. (NTC		yn	nbol		6.		ionship o k all app	of Reporting i	Person(s) to	Issuer
	(Last) 701 First Avenue	(First)	(Middle)	3.	IRS Identification Nu Reporting Person, if a (Voluntary)		I.	Statement for Mon 08/2001	ith/Year	_	Off	ector ficer ve title b	elow)	10% (Other (speci	
		(Street)		_		- 5	5.	If Amendment, Da (Month/Year)	te of Orig	inal 7.	For	rm filed b rm filed b	oy One Repo oy More than	rting Persor	k Applicable)
	Sunnyvale,	California	94089								Кеј	porting P	егѕоп		
	(City)	(State)	(Zip)												

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(D) (Instr. 3, 4 and 5)

Securities Acquired (A) or Disposed of 5.

Amount of

Securities Beneficially

Month

Owned at End of

Ownership Form:

Direct (D) or Indirect (I)

(Instr. 4)

Nature of

Indirect Beneficial

Ownership

(Instr. 4)

				Code	V Amount	(A) or (D		. 3 and 4)				
Comm	non Stock	8/7/01		S	714	D	\$4.39					
Comm	non Stock	8/7/01		S	1,428	D	\$4.42					
Comm	non Stock	8/8/01		S	714	D	\$4.22					
Comm	non Stock	8/8/01		S	714	D	\$4.26					
Comm	non Stock	8/8/01		S	718	D	\$4.29					
Comn	non Stock	8/8/01		S	714	D	\$4.32					
			ach class of securities be porting person, see Instru		owned directly or indirectly. (v). Page 10 of	22	Detential page of the	h		a dha aallaadian		(Over) SEC 1474 (3-99)
					rage 10 01	33	Potential persons which this form are not recomb control numb	quired to re				
	FORM	4	UNITED	STATE	ES SECURITIES AND E Washington, D.C.		NGE COMMISS	ION	-	OMB APPR	OVAL	
to S	eck this box if no lo Section 16. Form 4 o bligations may conti Instruction 1(b (Print or Type Respo	or Form 5 nue. <i>See</i>).	Filed pursuant to Sect	ion 16(a) (of the Securities Exchange Act of of 1935 or Section 30(f) of the In	1934, Sect	ion 17(a) of the Public		E E	OMB Number: expires: Decemb estimated avera ours per respon	oer 31, 2001 ge burden	
	Name and Address of Yahoo! Inc.	f Reporting Pe	rson*		uer Name and Ticker or Trading S t2Phone, Inc. (NTOP)	Symbol				hip of Reporting	Person(s) to Is	ssuer
	(Last) 701 First Avenue	(First)	(Middle)	Re	S Identification Number of porting Person, if an entity oluntary)	4. Statem	ent for Month/Year	=	Directo Officer (give to		10% Ov Other (specify	
		(Street)		-		5. If Ame (Mont)	ndment, Date of Origin n/Year)	_	Form f	al or Joint/Group Filed by One Rep Filed by More that Ing Person	orting Person	Applicable)
	Sunnyvale,	California										
	(City)	(State)	(Zip)	Table 1	I—Non-Derivative Securities A	quired, D	sposed of, or Benefici	ally Owned				
	Title of Security (Instr. 3)		ction Date 3. n/Day/Year)	Transac (Instr. 8			or Disposed of 5.	Amount of Securities Beneficially Owned at E Month 3 and 4)		6. Ownersh Direct (D Indirect (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V Amount	(A) or (D	`	. 5 u 1)				
Comm	non Stock	8/8/01		S	714	D	\$4.34					
Comn	non Stock	8/8/01		S	1,428	D	\$4.36					
Comn	non Stock	8/8/01		S	714	D	\$4.37					
Comn	non Stock	8/8/01		S	2,142	D	\$4.38					
Comn	non Stock	8/8/01		S	714	D	\$4.39					
Comn	non Stock	8/8/01		S	714	D	\$4.40					
			ach class of securities be oorting person, <i>see</i> Instru		owned directly or indirectly. (v). Page 11 of	33	Potential persons withis form are not rec	quired to re			of information	
			UNITED	STATE	ES SECURITIES AND E		NGE COMMISS	ION	_			
	FORM	4	STATI	EMENT	Washington, D.C. OF CHANGES IN BEI		AI OWNEDSHI	D	-	OMB APPR		
to S	eck this box if no lot Section 16. Form 4 obligations may conti Instruction 1(b (Print or Type Respo	or Form 5 nue. <i>See</i>).	Filed pursuant to Sect	ion 16(a) (of the Securities Exchange Act of of 1935 or Section 30(f) of the In	1934, Sect	ion 17(a) of the Public		E E	OMB Number: expires: Decemb estimated avera ours per respon	oer 31, 2001 ge burden	
	Name and Address of Yahoo! Inc.	f Reporting Pe	rson*		uer Name and Ticker or Trading S t2Phone, Inc. (NTOP)	Symbol				hip of Reporting ll applicable)	Person(s) to Is	suer
	(Last)	(First)	(Middle)		S Identification Number of porting Person, if an entity	4. Statem	ent for Month/Year		Directo Officer	or	10% Ov Other	vner

	701 First Avenue					(Vo	oluntary)			08/200	01			(give	title be	low)	(spe	cify be	elow)
	Sunnyvale,	Ì	Street) California	94089							endment, Date o h/Year)	f Origi	nal 7.	Form Form	filed by	oint/Group Fil y One Reporti y More than C erson	ng Perso		plicable)
	(City)		(State)	(Zip)		Table	I_Non-Der	ivative 9	Securities Ac	anired D	isposed of, or B	enefic	ially Own	od.					
1.	Title of Security (Instr. 3)	2.	Transaction I (Month/Day/		3.		ction Code	4.		quired (A)	or Disposed of	5.	Amount of Securities Beneficia Owned at Month	of lly	6.	Ownership I Direct (D) o Indirect (I) (Instr. 4)			Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	V		Amount	(A) or (D) Price	(11150	5 a						
Cor	nmon Stock		8/8/01			S			714	D	\$4.46								
Cor	nmon Stock		8/9/01			S			714	D	\$4.09								
Cor	nmon Stock		8/9/01			S			714	D	\$4.10								
Cor	nmon Stock		8/9/01			S			714	D	\$4.12								
Cor	nmon Stock		8/9/01			S			714	D	\$4.13								
Cor	nmon Stock		8/9/01			S			714	D	\$4.14								
	ninder: Report on a sep the form is filed by m			person, see	Instruct	tion 4(b)	(v).		Page 12 of		Potential perthis form are OMB control	not re numb	quired to					tion co	
	FORM	4		UNI	TED S	STATE			ton, D.C.		NGE COM	MISS	ION		ОМВ	APPROV	/AL		
	Check this box if no lo to Section 16. Form 4 obligations may cont Instruction 1((Print or Type Resp	or Foinue. b).	orm 5 See File		o Sectio	on 16(a) o	of the Securit	ties Excl	nange Act of	1934, Sect	AL OWNED tion 17(a) of the Company Act of	Public		135	Expire: Estima	Number: 323 s: December ited average l per response	31, 200: ourden	1	
1.	Name and Address of Yahoo! Inc.						uer Name an t2Phone, Inc		or Trading S	ymbol			6.	Relation (Check		Reporting Pe	rson(s)	to Issu	er
	(Last) 701 First Avenue		(First)	(Middle)		Re	S Identificati porting Perso oluntary)			4. Staten	nent for Month/Y	ear	_	_ Direc _ Offic (give		low)	Othe	Owner or cify be	
	Sunnyvale,		Street) California	94089							endment, Date o h/Year)	f Origi	nal 7.	Form Form	filed by	oint/Group Fil y One Reporti y More than C erson	ng Perso		plicable)
	(City)		(State)	(Zip)		Table l	I_Non-Der	ivative S	Securities Ac	anired D	isposed of, or B	enefic	ially Own	od.					
1.	Title of Security	2.	Transaction I	Date	3.		ction Code				or Disposed of		Amount		6.	Ownership l	Form:	7.	Nature of
	(Instr. 3)		(Month/Day/	Year)	_	(Instr. 8	V	((D) (Instr. 3, 4 and				Securities Beneficia Owned at Month : 3 and 4)	lly		Direct (D) o Indirect (I) (Instr. 4)			Indirect Beneficial Ownership (Instr. 4)
Cor	nmon Stock		8/9/01			S	· · · · · · · · · · · · · · · · · · ·		711104111		\$4.15								
Cor	nmon Stock		8/9/01			S			1,428	D	\$4.16								
Cor	nmon Stock		8/9/01			S			714	D	\$4.17								
_	nmon Stock		8/9/01			S			714		\$4.19								
	nmon Stock		8/9/01			S			1,428		\$4.20								
	nmon Stock		8/9/01			<u> </u>			71/		\$4.21								

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).

(Over) SEC 1474 (3-99)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden 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). (Print or Type Responses)

8/10/01

Common Stock

S

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Name and Address Yahoo! Inc.	of Reporting Perso	n*	2. Issuer Name and Net2Phone, Inc. (ymbol		6.		onship of Report all applicable)	ing Person(s) to	Issuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification Reporting Person, (Voluntary)		4. Statement 08/2001	for Month/Year	·	_ Direc _ Office (give		10% O Other (specif	wner y below)
Sunnyvale,	(Street) California	94089	_	:	5. If Amenda (Month/Ye	nent, Date of O	riginal 7.	_ Forn		up Filing (Check Reporting Person than One	
-											
(City)	(State)	(Zip)	Table I—Non-Deriva	ative Securities Ac	quired, Dispo	osed of, or Bene	eficially Own	ed			
1. Title of Security (Instr. 3)	2. Transactic (Month/D		Transaction Code 4 (Instr. 8)	Securities Acc (D) (Instr. 3, 4 and		Disposed of 5	Amount Securitie Beneficia Owned a Month Instr. 3 and 4)	s ılly	Direct Indire		Nature of Indirect Beneficial Ownershi (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Ź				
Common Stock	8/9/01		S	718	D	\$4.25					
Common Stock	8/10/01		S	714	D	\$4.00					
Common Stock	8/10/01		S	1,428	D	\$4.12					
Common Stock	8/10/01		S	1,428	D	\$4.13					
Common Stock	8/10/01		S	714	D	\$4.14					
Common Stock	8/10/01		S	714	D	\$4.17					
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// Check this box if no to Section 16. Form obligations may con Instruction 1 (Print or Type Res	4 or Form 5 ntinue. <i>See</i> (b).	Filed pursuant to Sec	tion 16(a) of the Securities mpany Act of 1935 or Sect	s Exchange Act of	1934, Section	17(a) of the Pub	olic Utility Ho	lding	OMB Number Expires: Dece Estimated ave hours per resp	mber 31, 2001 rage burden	
Name and Address Yahoo! Inc.	of Reporting Perso	n*	2. Issuer Name and Net2Phone, Inc. (ymbol		6.		onship of Report all applicable)	ing Person(s) to	lssuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification Reporting Person, (Voluntary)		4. Statement 08/2001	for Month/Year		_ Directory Directory Office (give		10% C Other (specif	wner y below)
Sunnyvale,	(Street) California	94089	_		5. If Amendr (Month/Ye	nent, Date of O	riginal 7.	Forn		up Filing (Check Reporting Person than One	
(City)	(State)	(Zip)									
	Ç y	\ r/	Table I—Non-Deriva	ative Securities Ac	quired, Dispo	osed of, or Bene	eficially Own	ed			
1. Title of Security (Instr. 3)	2. Transactic (Month/D		Transaction Code 4 (Instr. 8)	Securities Act (D) (Instr. 3, 4 and		Disposed of 5	Amount Securitie Beneficia Owned a Month Instr. 3 and 4)	s ılly	Direct Indire		Nature of Indirect Beneficial Ownershi (Instr. 4)
			Code V	Amount	(A) or (D)	Price					

714 D

\$4.19

Common Stock	8/10/01		S	714	D	\$4.22			
Common Stock	8/10/01		S	1,432	. D	\$4.26			
Common Stock	8/10/01		S	714	D	\$4.27			
Common Stock	8/10/01		S	714	D	\$4.42			
Common Stock	8/10/01		S	714	D	\$4.52			
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in the torm to face by m	ore than one repo	oring person, see mode	(e)(v)	Page 15 of	f 33		equired to res		on of information contained in m displays a currently valid
FORM	I 4	UNITED		ITIES AND I		ANGE COMMISS	SION	OMB APP	PROVAL
		STATI	EMENT OF CHA	NGES IN BE	NEFIC	CIAL OWNERSH	IP	OMB Numbe	
// Check this box if no leads to Section 16. Form 4 obligations may con Instruction 1((Print or Type Res	or Form 5 tinue. <i>See</i> (b).		ion 16(a) of the Securitie apany Act of 1935 or Sec			ection 17(a) of the Public t Company Act of 1940	Utility Holdir	Estimated ave	
Name and Address Yahoo! Inc.	of Reporting Per	son*	Issuer Name and Net2Phone, Inc.		Symbol			elationship of Report heck all applicable)	ting Person(s) to Issuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification Reporting Person (Voluntary)		4. State	ement for Month/Year	_	Director Officer (give title below)	10% Owner Other (specify below)
	(Street)		-			mendment, Date of Origi	inal 7 In	dividual or Ioint/Cre	our Filing (Check Applicable)
	, ,	0.4000				mendment, Date of Origi onth/Year)	_	Form filed by One F Form filed by More Reporting Person	
Sunnyvale,	California	94089							
(City)	(State)	(Zip)	Table I—Non-Deriv	ative Securities A	cquired,	Disposed of, or Benefic	cially Owned		
1. Title of Security (Instr. 3)		tion Date 3. 'Day/Year)	Transaction Code (Instr. 8)	4. Securities A (D) (Instr. 3, 4 and	•	A) or Disposed of 5.	Amount of Securities Beneficially Owned at En Month tr. 3 and 4)	Direct Indire	
			Code V	Amount	t (A) or	`			
Common Stock	8/13/01		S	714	D	\$3.88			
Common Stock	8/13/01		S	714	D	\$3.89			
Common Stock	8/13/01		S	2,146	D D	\$3.90			
Common Stock	8/13/01		S	714	D	\$3.92			
Common Stock	8/13/01		S	714	D	\$4.04			
Common Stock	8/13/01		S	1,428	B D	\$4.05			
Reminder: Report on a see * If the form is filed by m				or indirectly. Page 16 of	f 33	Potential persons v	vho are to res	oond to the collection	(Over) SEC 1474 (3-99) on of information contained in
						this form are not re OMB control numb		pond unless the for	m displays a currently valid
FORM	I 4	UNITED		ITIES AND I shington, D.C.		ANGE COMMISS	SION	OMB APP	PROVAL
// Check this box if no l to Section 16. Form 4 obligations may con Instruction 1((Print or Type Res	or Form 5 tinue. <i>See</i> (b).	Filed pursuant to Sect		es Exchange Act of	1934, Se	ection 17(a) of the Public t Company Act of 1940		Estimated ave	ember 31, 2001 erage burden
Name and Address Yahoo! Inc.	of Reporting Per	son*	2. Issuer Name and Net2Phone, Inc.		Symbol			lationship of Report heck all applicable)	ting Person(s) to Issuer
(Last)	(First)	(Middle)	3. IRS Identification Reporting Person (Voluntary)			ement for Month/Year	_	Director Officer (give title below)	_ 10% Owner _ Other (specify below)
701 First Avenue					08/2	.001	_		

(Street)

5. If Amendment, Date of Original (Month/Year) 7. Individual or Joint/Group Filing (Check Applicable)

Form filed by One Reporting Person

Sunnyvale,		California	94089							Repo	orting P	erson		
(City)		(State)	(Zip)		Table I—Non-De	rivative Securities A	cquired, Di	isposed of, or Bene	ficially Ow	ned				
1. Title of Sect (Instr. 3)	urity 2.	Transaction (Month/Da			Transaction Code (Instr. 8)	4. Securities Ac (D) (Instr. 3, 4 an		or Disposed of 5.	Amoun Securiti Benefic Owned Month nstr. 3 and 4	es ially at End of	6.	Ownership Fo Direct (D) or Indirect (I) (Instr. 4)	rm: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V	Amount	(A) or (D	•	isti. 5 aliti 4)				
Common Stock		8/13/01			S	1,428	D	\$4.06						
Common Stock		8/13/01			S	714	D	\$4.09						
Common Stock		8/13/01			S	714	D	\$4.18						
Common Stock		8/13/01			S	714	D	\$4.25						
Common Stock		8/14/01			S	2,856	D	\$3.86						
Common Stock		8/14/01			S	2,142	D	\$3.88						
Reminder: Report * If the form is file						ctly or indirectly. Page 17 of	33	Potential persons					ormation	
			UNIT	ED S		RITIES AND E		OMB control nu	mber.	Стезропе				- Chity value
FC	ORM 4				W	ashington, D.C.	20549				OME	3 APPROVA	1L	
// Check this box to Section 16. I obligations m Instruc (Print or Ty	Form 4 or 1 nay continu ction 1(b).	Form 5 e. <i>See</i>	iled pursuant to	Section	n 16(a) of the Secur	IANGES IN BE	1934, Secti	ion 17(a) of the Publ	lic Utility H	olding	Expire Estima	Number: 3235- es: December 31 ated average bu per response	l, 2001 irden	
1. Name and A Yahoo! Inc.	ddress of R	eporting Persor	1 *		2. Issuer Name a Net2Phone, Ir	nd Ticker or Trading ac. (NTOP)	Symbol		6		nship o	f Reporting Pers licable)	on(s) to Is	ssuer
(Last) 701 First Av	renue	(First)	(Middle)		3. IRS Identifica Reporting Per (Voluntary)	tion Number of son, if an entity	4. Statem	ent for Month/Year		_ Dire _ Offic (give			_ 10% Ov _ Other (specify	
		(Street)					5. If Ame (Month	endment, Date of Ori n/Year)	iginal 7	(Check Forn Forn	Applic n filed b	y One Reporting by More than On	g Person	
Sunnyvale,		California	94089							тер	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
(City)		(State)	(Zip)		Table I—Non-De	rivative Securities A	cquired, Di	isposed of, or Bene	ficially Ow	ned				
1. Title of Sect (Instr. 3)	urity 2.	Transaction (Month/Da			Transaction Code (Instr. 8)	4. Securities Ad (D) (Instr. 3, 4 an		or Disposed of 5.	Amoun Securiti Benefic Owned Month nstr. 3 and 4	es ially at End of	6.	Ownership Fo Direct (D) or Indirect (I) (Instr. 4)	rm: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V	Amount	(A) or (D	,	isti. 5 dilu 4	,				
Common Stock		8/14/01			S	1,428	D	\$3.89						
Common Stock		8/14/01			S	1,428	D	\$3.90						
Common Stock		8/14/01			S	714	D	\$3.91						
Common Stock		8/14/01			S	714	D	\$3.93						
Common Stock		8/14/01			S	718	D	\$3.94						
Common Stock		8/15/01			S	714	D	\$3.89						
Reminder: Report * If the form is file						ctly or indirectly.							S	(Over) SEC 1474 (3-99)

Page 18 of 33

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

8/16/01

Common Stock

S

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(-P)											
Name and Address Yahoo! Inc.	of Reporting Perso	n*	2. Issuer Name and Ti Net2Phone, Inc. (N		ymbol		6.		nship of F all applic	Reporting Perso able)	n(s) to Iss	suer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification I Reporting Person, i (Voluntary)		4. Statement 08/2001	for Month/Year		_ Dire			10% Own Other (specify l	
	(Street)		_	:	5. If Amendn (Month/Ye	nent, Date of Orig	ginal 7.	Forn Forn	n filed by	nt/Group Filing One Reporting More than One	Person	Applicable)
Sunnyvale,	California	94089						пер	orting r cr.	5011		
(City)	(State)	(Zip)	Table I—Non-Derivat	ive Securities Ac	quired, Dispo	sed of, or Benefi	cially Own	ed				
1. Title of Security (Instr. 3)	2. Transactic (Month/D		Transaction Code 4. (Instr. 8)	Securities Ac (D) (Instr. 3, 4 and	-	Disposed of 5.	Amount of Securities Beneficial Owned as Month Str. 3 and 4)	s lly		Ownership For Direct (D) or Indirect (I) (Instr. 4)	n: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	,					
Common Stock	8/15/01		S	1,428	D	\$3.90						
Common Stock	8/15/01		S	1,428	D	\$3.95						
Common Stock	8/15/01		S	714	D	\$3.96						
Common Stock	8/15/01		S	1,428	D	\$3.97						
Common Stock	8/15/01		S	2,146	D	\$3.98						
Common Stock	8/15/01		S	714	D	\$3.97						
		UNITE	D STATES SECURI	ΓIES AND E	0	nis form are not in MB control num E COMMIS	ıber.	respond	- unless ti	ie toriii dispia		entry valid
FORM	1 4		Wash	ington, D.C.	20549				OMB .	APPROVA	L	
// Check this box if no to Section 16. Form obligations may co Instruction 1 (Print or Type Re	4 or Form 5 ntinue. <i>See</i>	Filed pursuant to Se	TEMENT OF CHAN ction 16(a) of the Securities impany Act of 1935 or Section	Exchange Act of	1934, Section	17(a) of the Publi		lding	Expires: Estimate	umber: 3235-0 December 31, ed average bur r response	2001 den	
Name and Address Yahoo! Inc.	of Reporting Perso	n*	2. Issuer Name and Ti Net2Phone, Inc. (N		ymbol		6.		nship of F all applic	Reporting Perso able)	n(s) to Iss	suer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification I Reporting Person, i (Voluntary)		4. Statement 08/2001	for Month/Year		_ Dire _ Offic (give		_	10% Own Other (specify l	
Sunnyvale,	(Street) California	94089	_	,	5. If Amendn (Month/Ye	nent, Date of Orig	ginal 7.	Forn	n filed by	nt/Group Filing One Reporting More than One son	Person	Applicable)
(City)	(State)	(Zip)										
			Table I—Non-Derivat	ive Securities Ac	quired, Dispo	sed of, or Benefi	cially Own	ed				
1. Title of Security (Instr. 3)	2. Transactic (Month/D		Transaction Code 4. (Instr. 8)	Securities Ac (D) (Instr. 3, 4 and	-	Disposed of 5.	Amount of Securities Beneficial Owned as Month Str. 3 and 4)	s lly		Ownership For Direct (D) or Indirect (I) (Instr. 4)	n: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price						
Common Stock	8/15/01		S	1,428	D	\$4.02						
Common Stock	8/16/01		S	4,284	D	\$3.95						

2,142 D

\$3.96

Common Stock	8/16/01		S	1,428	D	\$3.97					
Common Stock	8/16/01		S	714	D	\$3.98					
Common Stock	8/16/01		S	718	D	\$3.99					
Reminder: Report on a se * If the form is filed by n				ly or indirectly. Page 20 of	33		quired to			SEC 147 of information contai displays a currently v	ned in
FORM	1 4	UNITED		RITIES AND E		ANGE COMMISS	ION		OMB APPR	OVAL	_
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Name and Address Yahoo! Inc.	of Reporting Person*	*	2. Issuer Name ar Net2Phone, Inc	nd Ticker or Trading S c. (NTOP)	Symbol		6.		onship of Reporting k all applicable)	g Person(s) to Issuer	
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identifica Reporting Pers (Voluntary)			tement for Month/Year		_ Dire _ Offi (giv		_ 10% Owner _ Other (specify below)	1
	(Street)		-			amendment, Date of Origin onth/Year)	nal 7.	(Check	dual or Joint/Group Applicable) In filed by One Rep In filed by More the orting Person	orting Person	
Sunnyvale,	California	94089									
(City)	(State)	(Zip)	Table I—Non-Der	ivative Securities Ac	quired	, Disposed of, or Benefici	ally Own	ed			
1. Title of Security (Instr. 3)	2. Transaction (Month/Day		Transaction Code (Instr. 8)	4. Securities Ac (D) (Instr. 3, 4 an	•	(A) or Disposed of 5.	Amount Securitie Beneficia Owned a Month 3 and 4)	s ally	Direct (I Indirect	O) or India (I) Bene	eficial nership
			Code V	Amount	(A) or	(D) Price					
Common Stock	8/16/01		S	714	D	\$4.02					
Common Stock	8/17/01		S	714	D	\$3.90					
Common Stock	8/17/01		S	714		\$3.91					
Common Stock	8/17/01		S	714		\$3.92					
Common Stock	8/17/01		S	2,142	D	\$3.97					
Common Stock	8/17/01		S	714	D	\$3.98					
Reminder: Report on a se * If the form is filed by n				ly or indirectly. Page 21 of	33		quired to			SEC 147 of information contai displays a currently v	ned in
FORM	<u> </u>	UNITED		RITIES AND Enshington, D.C.		ANGE COMMISS	ION		OMB APPR	OVAL	_
// Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	longer subject 4 or Form 5 Fi ntinue. See (b).	led pursuant to Secti	ion 16(a) of the Securi	ties Exchange Act of	1934, S	CIAL OWNERSHI ection 17(a) of the Public at Company Act of 1940		olding	OMB Number: Expires: Deceml Estimated avera hours per respon	oer 31, 2001 ge burden	_
Name and Address Yahoo! Inc.	of Reporting Person	k	2. Issuer Name ar Net2Phone, Inc	d Ticker or Trading S c. (NTOP)	Symbol		6.		onship of Reporting k all applicable)	g Person(s) to Issuer	
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identific Reporting Pers (Voluntary)			tement for Month/Year		_ Dire _ Offi _ (giv		_ 10% Owner _ Other (specify below)	l
	(Street)		-			amendment, Date of Origin onth/Year)	nal 7.	(Check Form	dual or Joint/Group Applicable) In filed by One Rep In filed by More the	orting Person	
Sunnyvale,	California	94089						Rep	orting Person		

(City)	(State)	(Zip)	Table I–	–Non-Derivativ	ve Securities Ac	quired, Dis	posed of, or Ben	eficially Own	ed				
1. Title of Security (Instr. 3)	2. Transaction (Month/Day		3. Transacti (Instr. 8)	on Code 4.	Securities Acc (D) (Instr. 3, 4 and	•	or Disposed of	Securitie Beneficia Owned a Month	s ally t End of	6.	Ownership F Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	Instr. 3 and 4)					
Common Stock	8/17/01		S		2,146	D	\$4.09						
Common Stock	8/17/01		S		714	D	\$4.02						
Common Stock	8/17/01		S		1,428	D	\$4.03						
Common Stock	8/17/01		S		714	D	\$4.06						
Common Stock	8/20/01		S		1,428	D	\$3.92						
Common Stock	8/20/01		S		714	D	\$3.93						
Reminder: Report on a sepa * If the form is filed by mor					indirectly. Page 22 of	33	Potential persor this form are no OMB control n	ot required to					
FORM	4	UNIT	ED STATES		IES AND E		GE COMM	ISSION		OME	3 APPROV	AL	
// Check this box if no lon to Section 16. Form 4 o obligations may contin Instruction 1(b) (Print or Type Respo	ger subject r Form 5 uue. See Fi	led pursuant to S	Section 16(a) of	the Securities E	xchange Act of 1	.934, Sectio	on 17(a) of the Pumpany Act of 19	blic Utility Ho		Expire Estima	Number: 3233 ss: December 3 ated average b per response	1, 2001 urden	
Name and Address of Yahoo! Inc.	Reporting Person*			er Name and Tic Phone, Inc. (NT	ker or Trading S	ymbol		6.	Relation (Check		f Reporting Per licable)	son(s) to	Issuer
(Last) 701 First Avenue	(First)	(Middle)	Repo	Identification Norting Person, if untary)		l. Stateme	nt for Month/Yea	r	_ Direc _ Offic (give		low)	10% (Other (speci	Owner fy below)
Sunnyvale,	(Street)	94089				6. If Amer (Month/	ndment, Date of C Year)	Original 7.	(Check Form Form	Application of the Application o	y One Reportir y More than O	ıg Person	1
(City)	(State)	(Zip)											
			Table I-	–Non-Derivativ	e Securities Ac	quired, Dis	posed of, or Ben	eficially Own	ed				
1. Title of Security (Instr. 3)	2. Transaction (Month/Day		3. Transacti (Instr. 8)	on Code 4.	Securities Acc (D) (Instr. 3, 4 and	,	or Disposed of	5. Amount Securitie Beneficia Owned a Month Instr. 3 and 4)	s ally	6.	Ownership F Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	msu. 5 anu 4)					
Common Stock	8/20/01		S		1,428	D	\$3.95						
Common Stock	8/20/01		S		3,570	D	\$3.96						
Common Stock	8/20/01		S		1,432	D	\$3.97						
Common Stock	8/20/01		S		1,428	D	\$4.00						
Common Stock	8/21/01		S		718	D	\$3.94						
Common Stock	8/21/01		S		6,426	D	\$3.95						
Reminder: Report on a sepa * If the form is filed by mor					indirectly. Page 23 of 3	33	Potential persor this form are no OMB control n	ot required to					
		HMITI	ED STATES	SECURIT	IES AND F	XCHAN	GE COMM						
FORM -	4	OMI			ngton, D.C.			1331014		ОМЕ	3 APPROV	AL.	

// Check this box if no longer subject to Section 16. Form 4 or Form 5

OMB Number: 3235-0287 Expires: December 31, 2001

obligations may cont Instruction 1((Print or Type Resp	b).		tion 16(a) of the Secur npany Act of 1935 or S						ility Ho	lding		ed average er respons		
Name and Address of Yahoo! Inc.	of Reporting Person*		2. Issuer Name a Net2Phone, In	nd Ticker or Trading c. (NTOP)	Syn	nbol			6.		nship of l		Person(s) to) Issuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identificat Reporting Pers (Voluntary)	cion Number of son, if an entity	4.	Statement for 3	Month/Yea	ır	_	_ Dire Office (give		ow)	Othe	Owner r ify below)
	(Street)	04000	-		5.	If Amendment (Month/Year)	t, Date of C	Original	7.	(Check Form	Applicat n filed by	One Repo More than	rting Perso	n
Sunnyvale,	California	94089			_									
(City)	(State)	(Zip)	Table I—Non-De	rivative Securities A	cqu	ired, Disposed	of, or Ben	eficiall	y Own	ed				
1. Title of Security (Instr. 3)	2. Transaction (Month/Day.		Transaction Code (Instr. 8)	4. Securities A (D) (Instr. 3, 4 a	•	red (A) or Disp		Se Be O	onth	3		Ownership Direct (D) Indirect (I (Instr. 4)	or	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amoun	t (A	A) or (D)	Price							
Common Stock	8/21/01		S	2,142	2 D)	\$3.96							
Common Stock	8/21/01		S	714	4 D)	\$4.00							
Common Stock	8/22/01		S	714	4 D		\$3.88							
Common Stock	8/22/01		S	1,428	3 D		\$3.89							
Common Stock	8/22/01		S	3,215	5 D)	\$3.90							
Common Stock	8/22/01		S	714	4 D		\$3.91							
		UNITED	STATES SECU	RITIES AND I	 E X (OMB	control n	umber.		respond	l unless t	he form d	isplays a c	urrently valid
FORM	[4		W	ashington, D.C	. 20	549					ОМВ	APPRO	VAL	
// Check this box if no loto Section 16. Form 4 obligations may cont Instruction 1((Print or Type Resp	or Form 5 tinue. See b).	ed pursuant to Sect	EMENT OF CH tion 16(a) of the Secur npany Act of 1935 or S	ities Exchange Act o	f 193	34, Section 17(a	a) of the Pu	blic Uti	ility Ho	lding	Expires Estimat	umber: 3 Decembe ed average er respons	er 31, 2001 e burden	
Name and Address of Yahoo! Inc.	of Reporting Person*		Issuer Name as Net2Phone, In	nd Ticker or Trading c. (NTOP)	Syn	ıbol			6.		nship of l all applic		Person(s) to) Issuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identificat Reporting Pers (Voluntary)	cion Number of son, if an entity	4.	Statement for 3	Month/Yea	ır		_ Dire Office (give		ow)	Othe	Owner r ify below)
	(Street)		-		5.	If Amendment (Month/Year)	t, Date of C	Original	7.	Forn	n filed by	nt/Group I One Repo More than	rting Perso	ck Applicable) n
Sunnyvale,	California	94089									orting Per			
(City)	(State)	(Zip)	Table I—Non-De	rivative Securities A	cqu	ired, Disposed	of, or Ben	eficiall	y Owne	ed				
1. Title of Security (Instr. 3)	2. Transaction (Month/Day		Transaction Code (Instr. 8)	4. Securities A (D) (Instr. 3, 4 a		red (A) or Disp		Se Bo O	onth	3		Ownership Direct (D) Indirect (I (Instr. 4)	or	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amoun	t (A	A) or (D)	Price		•					
Common Stock	8/22/01		S	1,787	7 D		\$3.93							
Common Stock	8/22/01		S	2,142	2 D		\$3.95							
Common Stock	8/23/01		S	714	4 D		\$3.84							

2,856 D

\$3.90

8/23/01

Common Stock

S

Common Stock	8/23/01		S	2,860	D	\$3.91					
Common Stock	8/23/01		S	2,142	D	\$3.92					
Reminder: Report on a see			eficially owned directly or tion 4(b)(v).	indirectly.						S	(Over) EC 1474 (3-99)
·	•			Page 25 of 3.		Potential persons w this form are not re OMB control numb	quired to r			of information	contained in
FORM	1 4	UNITED	STATES SECURIT Washii	IES AND EX		GE COMMISS	ION	_ 0	MB APPR	OVAL	
// Check this box if no to Section 16. Form a obligations may con Instruction 1 (Print or Type Res	4 or Form 5 Itinue. See (b).	Filed pursuant to Section	MENT OF CHANG on 16(a) of the Securities E pany Act of 1935 or Section	xchange Act of 19	934, Section	n 17(a) of the Public		Es Es	MB Number: kpires: Deceml stimated avera ours per respon	oer 31, 2001 ge burden	
Name and Address Yahoo! Inc.	of Reporting Person	n*	Issuer Name and Tic Net2Phone, Inc. (NT		mbol				nip of Reporting	Person(s) to Is	suer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification N Reporting Person, if (Voluntary)		. Statemer 08/2001	at for Month/Year		_ Directo _ Officer (give tit	r le below)	10% Ov Other (specify	
Sunnyvale,	(Street) California	94089		<u> </u>	. If Amend (Month/	lment, Date of Origi Year)		Form fi Form fi	or Joint/Group led by One Rep led by More tha ng Person	orting Person	Applicable)
(City)	(State)	(Zip)									
(eng)	(Suite)	(E.p)	Table I—Non-Derivativ	ve Securities Acq	uired, Disp	oosed of, or Benefic	ially Owne	d			
1. Title of Security (Instr. 3)	2. Transactio (Month/Da		Transaction Code 4. (Instr. 8)	Securities Acq (D) (Instr. 3, 4 and		Disposed of 5.	Amount of Securities Beneficial Owned at Month r. 3 and 4)	ly	6. Ownersh Direct (I Indirect (Instr. 4)	(Í)	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V		(A) or (D)	Price					
Common Stock	8/23/01		S	714		\$3.93					
Common Stock Common Stock	8/23/01		S	850		\$4.00 \$3.81					
Common Stock	8/24/01		S	1,500		\$3.84					
Common Stock	8/24/01		S	700		\$3.85					
Common Stock	8/24/01		S	2,350		\$3.86					
			eficially owned directly or tion 4(b)(v).		3	Potential persons w this form are not re OMB control numb	quired to r			of information	
FORM	1 4	UNITED	STATES SECURIT Washii	IES AND EXngton, D.C. 2		GE COMMISS	ION	0	MB APPR	OVAL	
// Check this box if no to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	4 or Form 5 Itinue. See (b).	Filed pursuant to Section	MENT OF CHANG on 16(a) of the Securities E oany Act of 1935 or Section	xchange Act of 19	934, Section	n 17(a) of the Public		Es Es	MB Number: xpires: Deceml stimated avera ours per respon	oer 31, 2001 ge burden	
Name and Address Yahoo! Inc.	of Reporting Person	n*	2. Issuer Name and Tic Net2Phone, Inc. (NT		mbol				nip of Reporting applicable)	g Person(s) to Is	suer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification N Reporting Person, if (Voluntary)		. Statemer 08/2001	nt for Month/Year		_ Directo _ Officer (give tit	r le below)	10% Ov Other (specify	
	(Street)		•	<u> </u>	. If Amend (Month/	lment, Date of Origi Year)		(Check A _l _ Form fi _ Form fi	or Joint/Group oplicable) led by One Rep led by More tha	orting Person	
Sunnyvale,	California	94089						Keporti	ng Person		
(City)	(State)	(Zip)	Table I—Non-Derivati	ve Securities Acq	juired, Disj	oosed of, or Benefic	ially Owne	d			

1. Title of Security 2 (Instr. 3)	. Transaction Da (Month/Day/Y		Transact (Instr. 8)	on Code 4.	Securities Ac (D) (Instr. 3, 4 an		or Disposed of		Amount of Securities Beneficially Owned at End o Month : 3 and 4)	6. f	Ownership F Direct (D) or Indirect (I) (Instr. 4)		. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	(IIISII	. 5 and 4)				
Common Stock	8/24/01		S		2,200	D	\$3.89						
Common Stock	8/24/01		S		850	D	\$3.90						
Common Stock	8/24/01		S		714	D	\$3.92						
Common Stock	8/24/01		S		836	D	\$3.93						
Common Stock	8/27/01		S		1,400	D	\$3.80						
Common Stock	8/27/01		S		2,100	D	\$3.87						
Reminder: Report on a separa * If the form is filed by more					indirectly. Page 27 of	33		not re	ho are to respon quired to respor er.			ıformatio	
FORM 4	<u> </u>	UNITED	STATE	S SECURIT Washi	TES AND E		GE COMN	4ISS	ION	OM	B APPROV	AL	
// Check this box if no long to Section 16. Form 4 or obligations may continu Instruction 1(b). (Print or Type Respon	Form 5 ie. See Filed	pursuant to Sect	on 16(a) of	OF CHANG the Securities E f 1935 or Section	xchange Act of	1934, Secti	on 17(a) of the l	Public 1		Expir Estim	Number: 323 res: December 3 nated average b s per response	81, 2001 urden	
Name and Address of F Yahoo! Inc.	Reporting Person*			er Name and Tic Phone, Inc. (NT		Symbol					of Reporting Per plicable)	son(s) to	Issuer
(Last) 701 First Avenue	(First)	(Middle)	Rep	Identification N orting Person, if untary)		4. Stateme	ent for Month/Y	ear	Off	ector icer ve title b	pelow)	10% C Other (specif	Owner fy below)
Sunnyvale,	(Street) California	94089	-			5. If Ame (Month	ndment, Date of Year)	Origir	(Chec _ For _ For	k Applio m filed	by One Reportir by More than O	ng Person	
(City)	(State)	(Zip)	Table I-	-Non-Derivativ	ve Securities Ac	cquired, Di	sposed of, or B	enefici	ally Owned				
1. Title of Security 2 (Instr. 3)	. Transaction Da (Month/Day/Y		Transact (Instr. 8)	on Code 4.	Securities Ac (D) (Instr. 3, 4 an		or Disposed of		Amount of Securities Beneficially Owned at End o Month : 3 and 4)	6. f	Ownership F Direct (D) or Indirect (I) (Instr. 4)		. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	`	,				
Common Stock	8/27/01		S		700	D	\$3.89						
Common Stock	8/27/01		S		1,470	D	\$3.91						
Common Stock	8/27/01		S		770	D	\$3.92						
Common Stock	8/27/01		S		760	D	\$3.94						
Common Stock	8/27/01		S		1,400	D	\$3.95						
Common Stock	8/27/01		S		1,400	D	\$3.96						
* If the form is filed by more					indirectly. Page 28 of	33		not re	ho are to respon quired to respor er.			ıformatio	
FORM 4	<u> </u>	UNITED	STATE	S SECURIT Washii	TES AND E					OM	B APPROV	AL	
// Check this box if no long	er subject	STATI	EMENT	OF CHANG	GES IN BEI	ENEFICIAL OWNERSHIP OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden							

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

Expires: December 31, 2001 Estimated average burden hours per response 0.5

Name and Address Yahoo! Inc.	s of Reporting Person	*	2. Issuer Name and Ticke Net2Phone, Inc. (NTO)		ymbol		6.		ship of Reporting all applicable)	Person(s) to Is	ssuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identification Num Reporting Person, if an (Voluntary)		4. Statement f	or Month/Year		_ Direct		10% Ov Other (specify	
Sunnyvale,	(Street) California	94089	_	- 5	5. If Amendm (Month/Yea	ent, Date of Origi ar)	nal 7.	(Check A Form Form	al or Joint/Group Applicable) filed by One Rep filed by More tha ting Person	orting Person	
(City)	(State)	(Zip)									
			Table I—Non-Derivative								27
1. Title of Security (Instr. 3)	2. Transaction (Month/Da		(Instr. 8)	Securities Acc (D) (Instr. 3, 4 and		bisposed of 5.	Amount Securities Beneficial Owned a Month T. 3 and 4)	s illy	6. Ownersh Direct (I Indirect ((Instr. 4)	(I)	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price					
Common Stock	8/28/01		S	714	D	\$3.67					
Common Stock	8/28/01		S	714	D	\$3.85					
Common Stock	8/28/01		S	714	D	\$3.87					
Common Stock	8/28/01		S	3,602	D	\$3.90					
Common Stock	8/28/01		S	1,428	D	\$3.91					
Common Stock	8/28/01		S	1,400	D	\$3.93					
// Check this box if no to Section 16. Form obligations may co	longer subject 4 or Form 5 ntinue. See	STAT	O STATES SECURITIE Washing EMENT OF CHANGE tion 16(a) of the Securities Excurities Excurities Act of 1935 or Section 3	ton, D.C.	20549 IEFICIAL 1934, Section 1	OWNERSHI	IP	- (1	OMB APPRO OMB Number: Expires: Decemb Estimated avera nours per respon	3235-0287 ber 31, 2001 ge burden	
Instruction (Print or Type Re			inputity rect of 1355 of Section 5	o(1) of the miv	estinent compl	uny 11ct 01 1340					
Name and Address Yahoo! Inc.	s of Reporting Person	*	Issuer Name and Ticke Net2Phone, Inc. (NTO)		ymbol		6.		ship of Reporting all applicable)	Person(s) to Is	ssuer
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identification Nu Reporting Person, if an (Voluntary)		4. Statement f	or Month/Year		_ Direct _ Office (give t		10% Ov Other (specify	
	(Street)		_	5	5. If Amendm (Month/Yea	ent, Date of Origi	nal 7.	(Check A _ Form _ Form	al or Joint/Group Applicable) filed by One Rep filed by More tha ting Person	orting Person	
Sunnyvale,	California	94089									
(City)	(State)	(Zip)	Table I—Non-Derivative	Securities Ac	quired, Dispos	sed of, or Benefic	ially Own	ed			
1. Title of Security (Instr. 3)	2. Transaction (Month/Da		(Instr. 8)	Securities Acc (D) (Instr. 3, 4 and		oisposed of 5.	Amount Securitie Beneficia Owned a Month r. 3 and 4)	s illy	6. Ownersh Direct (I Indirect ((Instr. 4)	(Í)	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price					
Common Stock	8/28/01		S	714	D	\$3.94					
Common Stock	8/28/01		S	714	D	\$3.95					
Common Stock	8/29/01		S	5,684	D	\$3.90					
Common Stock	8/29/01		S	2,856	D	\$3.91					
Common Stock	8/29/01		S	1,460	D	\$3.98					

Common Stock 8/30/01 714 D \$3.85

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).

(Over) SEC 1474 (3-99)

Page 30 of 33

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

(City)

Title of Security

(State)

Transaction Date

(Zip)

3.

Transaction Code

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

	Instruction 1 (Print or Type Res		Com	pany .	Act of 1935 or Section 30(t) of the Ir	ives	stment Company Act of 19	940		-			
1.	Name and Address Yahoo! Inc.	of Reporting Person	*	2.	Issuer Name and Ticker or Trading Net2Phone, Inc. (NTOP)	Syn	nbol		6.		ship of Repor ll applicable)	ting Person(s) t	o Issuer
	(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4.	Statement for Month/Yea	ar	_	_ Directo _ Office (give t		_ Othe	Owner or cify below)
		(Street)		•		5.	If Amendment, Date of C (Month/Year)	Original	7.	(Check A Form f	al or Joint/Gro applicable) filed by One l filed by More ting Person	Reporting Perso	on
_	Sunnyvale,	California	94089							тероп			
	(City)	(State)	(Zip)	Ta	ole I—Non-Derivative Securities A	cqu	nired, Disposed of, or Ben	neficiall	y Own	ed			
1.	Title of Security (Instr. 3)	2. Transaction (Month/Da			tr. 8) (D) (Instr. 3, 4 a)	nd 5	(Se Be O	onth	S			7. Nature of Indirect Beneficial Ownership (Instr. 4)
_				Coc	le V Amount	t (.	A) or (D) Price						
Cor	nmon Stock	8/30/01		S	2,114	1 [\$3.90						
Cor	nmon Stock	8/30/01		S	714	1	\$3.91						
Cor	nmon Stock	8/30/01		S	3,756	5 E	\$3.93						
Cor	nmon Stock	8/30/01		S	902	2 [\$3.94						
Cor	nmon Stock	8/30/01		S	1,800) [\$3.95						
Cor	nmon Stock	8/31/01		S	718	3 E	\$4.11						
	ninder: Report on a se the form is filed by n				lly owned directly or indirectly.								(Ove SEC 1474 (3-9
	·				Page 31 of	f 33	Potential perso this form are no OMB control n	ot requi					ion contained in urrently valid
			UNITED	STA	TES SECURITIES AND I	ΞX	CHANGE COMM	ISSIC	N	_			
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	Check this box if no loss of Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	4 or Form 5 ntinue. <i>See</i> (b).	iled pursuant to Secti	on 16	NT OF CHANGES IN BE (a) of the Securities Exchange Act of Act of 1935 or Section 30(f) of the Ir	f 19	34, Section 17(a) of the Pu	ublic Uti	lity Ho	E	expires: Dece	r: 3235-0287 ember 31, 2001 erage burden ponse 0.5	ı
1.	Name and Address Yahoo! Inc.	of Reporting Person	*	2.	Issuer Name and Ticker or Trading Net2Phone, Inc. (NTOP)	Syn	nbol		6.		ship of Repor ll applicable)	ting Person(s) t	o Issuer
	(Last) 701 First Avenue	(First)	(Middle)	3.	IRS Identification Number of Reporting Person, if an entity (Voluntary)	4.	Statement for Month/Yea	ar		Director_ Office (give t		Othe	Owner or cify below)
		(Street)		•		5.	If Amendment, Date of C (Month/Year)	Original	7.	(Check A	al or Joint/Gro applicable) iiled by One I iiled by More	Reporting Perso	on
	Sunnyvale,	California	94089							Report	ing Person		

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Securities Acquired (A) or Disposed of 5.

Amount of

6.

Ownership Form: 7.

Nature of

(Instr. 3)	(Month/Day/	Year)	(Instr. 8)		(D) (Instr. 3, 4 an	d 5)		Bene			Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)) Price	(IIIoui o ui	u .,				
Common Stock	8/31/01		S		714	D	\$4.00						
Common Stock	8/31/01		S		1,428	D	\$4.01						
Common Stock	8/31/01		S		714	D	\$4.03						
Common Stock	8/31/01		S		714	D	\$4.10						
Common Stock	8/31/01		S		714	D	\$4.09						
Common Stock	8/31/01		S		1,428	D	\$3.97						
Reminder: Report on a s * If the form is filed by r					indirectly. Page 32 of	33	Potential pers this form are OMB control	not require				formation	
FORM	M 4	UNITED	STATE	S SECURIT Washi	TES AND E	_	NGE COMN	MISSION	ſ	ОМВ	APPROV	AL	
// Check this box if no to Section 16. Form obligations may con Instruction 1 (Print or Type Re	4 or Form 5 ntinue. See 1(b).	ed pursuant to Sect	ion 16(a) o	OF CHANG f the Securities E f 1935 or Sectio	Exchange Act of	1934, Secti	on 17(a) of the 1	Public Utilit	y Holding	Expires Estimat	fumber: 3235 : December 3 ded average bu er response	1, 2001 ırden	
Name and Address Yahoo! Inc.	s of Reporting Person*			er Name and Tio 2Phone, Inc. (N		Symbol				nship of l	Reporting Pers cable)	son(s) to Is	suer
(Last) 701 First Avenue	(First)	(Middle)	Rep	Identification N orting Person, if luntary)		4. Stateme	ent for Month/Y	ear	Dire Offic (give		ow)	10% Ow Other (specify	
Summala	(Street)	0.4000	-			5. If Ame (Month	ndment, Date of /Year)	f Original	(Check _ Forn _ Forn	Applical n filed by	One Reportin More than Or	g Person	
Sunnyvale, (City)	California (State)	94089 (Zip)	Table I-	—Non-Derivati	ve Securities A	quired, Di	sposed of, or B	eneficially (Owned				
1. Title of Security (Instr. 3)	2. Transaction I (Month/Day/		Transact (Instr. 8)	ion Code 4.	Securities Ac (D) (Instr. 3, 4 an	1 ()	or Disposed of	Secu Bene			Ownership For Direct (D) or Indirect (I) (Instr. 4)	orm: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)) Price	(msu. 5 an	u 4)				
Common Stock	8/31/01		S		1,428	D	\$3.96						
Common Stock	8/31/01		S		714	D	\$3.92						
Common Stock	8/31/01		S		714	D	\$3.91						
Common Stock	8/31/01		S		714	D	\$3.90	2,03	9,278	D			

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).

(Over) SEC 1474 (3-99)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.