FORM 4

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

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// 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 l	Person*		2. Issuer Name a Net2Phone, In			ymbol			6.	Relation (Check a		Reporting Perso able)	n(s) to Issi	ier
	(Last) 701 First Avenue	(First)	(Middle	e)	3. I.R.S. Identific Reporting Per (Voluntary) 77-0398689			1. Stater	ment for Mo	onth/Year		_ Direct			10% Ow Other (specify b	
		(Street)			-		= 5		nendment, D th/Year)	Oate of Orig	ginal 7.	(Check A X Form Form	Applicab n filed by	One Reporting More than One		
_	Sunnyvale,	Californ	nia 94089													
	(City)	(State)	(Zip)		Table I—Non-De	rivative S	Securities Ac	quired, I	Disposed of	, or Benefi	cially Own	ed				
1.	Title of Security (Instr. 3)		saction Date hth/Day/Year)	3.	Transaction Code (Instr. 8)		Securities Acc (D) (Instr. 3, 4 and		a) or Dispose		Amount Securitie Beneficia Owned a Month tr. 3 and 4)	s ally		Ownership For Direct (D) or Indirect (I) (Instr. 4)	m: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V		Amount	(A) or (l	D) Pri		,					
Con	nmon Stock	6/1/0	1		S		4,000	D	\$9.	.20						
Con	nmon Stock	6/1/0	1		S		2,000	D	\$9.	.23						
Con	nmon Stock	6/1/0	1		S		1,000	D	\$9.	.17						
Con	nmon Stock	6/1/0	1		S		2,000	D	\$9.	.13						
Con	nmon Stock	6/1/0	1		S		1,000	D	\$9.	.16						
Con	nmon Stock	6/4/0	1		S		2,500	D	\$9.	.01						
	ninder: Report on a so the form is filed by r				neficially owned direction 4(b)(v).	ctly or inc	lirectly. Page 1 of 1	8						llection of info ne form displa	rmation o	
FO	RM 4 (continued)				Table		rivative Secu		quired, Dis _l		r Beneficia		d			
							., puts, calls,									
1.	Title of Derivative (Instr. 3)	Security 2.	Conversion or Exercise Price of Derivative Security	3. of	Transaction Date (Month/Day/Year)	4	. Transacti (Instr. 8)		5.		of Derivativ (A) or Disp 4, and 5)			Date Exerc Date (Mon	isable and th/Day/Yea	Expiration ar)
							Code	V		(A)	(Σ))		Date Exercisable	<u>.</u>	Expiration Date
_																

(Instr. 3 and 4)			Security (Instr. 5)		Beneficially End of Month		tive Security: Direct Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
Title	Amou Shares	nt or Number of	-					
xplanation of Responses	s:							
		facts constitute Fed	eral Criminal Violations. See 18		/s/ Susan L. Decker	:		July 9, 2001
S.C. 1001 and 15 U.S.C		which must be manu	ally signed. If space is insufficient,		ignature of Reporting nt, Finance and Admi Yahoo! Inc.		Chief	Date
e Instruction 6 for proce	edure.		tion contained in this form are not					
equired to respond unless			MB Number.	2 of 18				
		UNITEI	O STATES SECURITIES AN		E COMMISSIO)N		
FORM	I 4		Washington, I	D.C. 20549			OMB APPROVA	AL
/ Check this box if no le to Section 16. Form 4 obligations may con Instruction 1((Print or Type Res	or Form 5 tinue. See (b).	Filed pursuant to Sec	TEMENT OF CHANGES IN ction 16(a) of the Securities Exchange A mpany Act of 1935 or Section 30(f) of the	act of 1934, Section 1	7(a) of the Public Uti	lity Holding	OMB Number: 3235 Expires: December 3 Estimated average by hours per response	1, 2001 ırden
. Name and Address Yahoo! Inc.	of Reporting Perso	n*	Issuer Name and Ticker or Translet Net2Phone, Inc. (NTOP)	ding Symbol			onship of Reporting Pers all applicable)	son(s) to Issuer
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity	f 4. Statement f	or Month/Year	Dire Offi	cer	_ 10% Owner _ Other
701 First Avenue			(Voluntary)	06/2001		(giv	e title below)	(specify below)
	(Street)			5. If Amendm (Month/Yea	ent, Date of Original ar)	(Checl _ For _ For	dual or Joint/Group Filir (Applicable) n filed by One Reportin n filed by More than Or orting Person	g Person
Sunnyvale,	California	94089				Кер	orting i crson	
(City)	(State)	(Zip)	Table I—Non-Derivative Securit	ies Acquired, Dispos	sed of, or Beneficially	y Owned		
. Title of Security (Instr. 3)	2. Transactic (Month/D		(Instr. 8) (D)	es Acquired (A) or D	Se Be Ov	nount of curities eneficially wned at End of onth	6. Ownership Fo Direct (D) or Indirect (I) (Instr. 4)	orm: 7. Nature of Indirect Beneficia Ownershi (Instr. 4)
			Code V An	nount (A) or (D)	Price	unu +)		
ommon Stock	6/4/01		S :	1,000 D	\$9.03			
Common Stock	6/4/01		s :	3,000 D	\$9.02			
Common Stock	6/4/01		s :	2,500 D	\$9.05			
Common Stock	6/4/01		S :	1,000 D	\$9.04			
Common Stock	6/5/01		s :	3,000 D	\$9.13			
Common Stock	6/5/01		S	2,000 D	\$9.10			

Page 3 of 18

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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 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 Person	ı*		r Name and Ticker or Tradin Phone, Inc. (NTOP)	g Sy	mbol			6.	Relation (Check a			Person(s)	to Issu	er
	(Last) 701 First Avenue	(First)	(Middle)	Repo	dentification Number of rting Person, if an entity ntary)	4.	Statement 06/2001	for Month/Yea	r	•	_ Direct		w)	Oth	6 Owner er ecify be	
_		(Stroot)		_		_	If Amond	mant Data of C	Nei erim al	7	To diesi des	al au Tair	+/C=====	Piling		
	Sunnyvale,	(Street) California	94089			5.	(Month/Ye	nent, Date of C ear)	originai	7.	(Check A Form Form	Applicab filed by	One Repo More than	rting Pers	on	
_	(City)	(State)	(Zip)	Table I—	-Non-Derivative Securities	Aca	uired, Dispo	osed of, or Ben	eficially	Owne	ed					
1.	Title of Security (Instr. 3)	2. Transactio (Month/Da		Transactio (Instr. 8)	on Code 4. Securities (D) (Instr. 3, 4	Acqı and	nired (A) or	Disposed of 5	5. Amo Secu Ben	ount ourities eficiantel at the the the the the the the the the th	of]	Ownershi Direct (D Indirect (I (Instr. 4)		7.	Nature of Indirect Beneficial Ownership (Instr. 4)
Con	nmon Stock	6/5/01		S		00 1		\$9.09								
	nmon Stock	6/5/01		S	<u> </u>	00 1		\$9.05								
_	nmon Stock	6/5/01			·	00 1		\$9.06								
_	nmon Stock	6/6/01		s	<u> </u>	00 1		\$9.07								
_	nmon Stock	6/6/01		S	<u> </u>	00 1		\$9.15								
	nmon Stock	6/6/01		S	<u> </u>	00 1		\$9.11								
_			alass of assumition b		ned directly or indirectly.			\$9.11								(Over
	the form is filed by n					of 18	tl	otential person nis form are no MB control no	ot require						ition co	C 1474 (3-99 ontained in
_	EODA	<i>T.</i> 4	UNITEI	STATES	SECURITIES AND Washington, D.O			E COMMI	ISSION	1	-	OME	A DDD (N 7 A T		
_	FORM	4 4									-	OMB A	APPRO)VAL		
t	Check this box if no o Section 16. Form a obligations may cor Instruction 1 (Print or Type Res	4 or Form 5 ntinue. <i>See</i> (b).	iled pursuant to Sec	tion 16(a) of t	CHANGES IN BI the Securities Exchange Act 1935 or Section 30(f) of the	of 19	934, Section	17(a) of the Pu	blic Utilit	ty Ho	I	Expires: Estimate	Decembe	235-0287 er 31, 200 e burden se 0.5	1	
1.	Name and Address Yahoo! Inc.	of Reporting Person	1*		r Name and Ticker or Tradin Phone, Inc. (NTOP)	g Sy	mbol			6.	Relation (Check a			Person(s)	to Issu	er
	(Last) 701 First Avenue	(First)	(Middle)	Repo	dentification Number of rting Person, if an entity ntary)	4.	Statement 06/2001	for Month/Yea	r	•	_ Direct	tor er title belo	w)	Oth	6 Owne er ecify be	
		(Street)		-		5.	If Amenda (Month/Ye	nent, Date of C)riginal	7.	Form Form	filed by filed by	One Repo More than	Filing (Ch orting Pers		pplicable)
	Sunnyvale,	California	94089								Repor	ting Pers	on			
	(City)	(State)	(Zip)	Tabla I	Non Derivative Securities	Acc	uired Diese	osad of an Par	oficially.	Ov						

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

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).

S

S

6/8/01

6/8/01

Page 6 of 18

1,000 D

500 D

\$8.80

\$8.90

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FORM 4

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)

Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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

OMB APPROVAL

(Over)

SEC 1474 (3-99)

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

Name and Address of Reporting Person* Yahoo! Inc.

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

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

(Last) 701 First Avenue	(First)	(Middle)	IRS Identification N Reporting Person, if (Voluntary)		4. Statem 06/200	ent for Month/Yea:	r	_ Dire _ Offi (give t		v)	10% Ow Other (specify)	
Sunnyvale,	(Street) California	94089	_		5. If Ame (Month	ndment, Date of O /Year)	Priginal 7.	(Check	c Applican filed by	One Reporting More than O	ng Person	
(City)	(State)	(Zip)	Table I Non Deviver	vo Securities As	anivod Di	conceed of an Pon	oficially Over	and				
Title of Security	Transaction	Date 3	Table I—Non-Derivati . Transaction Code 4.			or Disposed of 5			6.	Ownership F	orm: 7.	Nature of
(Instr. 3)	(Month/Day	r/Year)	(Instr. 8)	(D) (Instr. 3, 4 an	-	·	Securiti Benefic Owned 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	6/8/01		S	500	D	\$9.00						
Common Stock	6/11/01		S	2,000	D	\$8.43						
Common Stock	6/11/01		S	100	D	\$8.46						
Common Stock	6/11/01		S	1,900	D	\$8.50						
Common Stock	6/11/01		S	100	D	\$8.51						
Common Stock	6/11/01		S	200	D	\$8.55						
		UNITE	D STATES SECURIT	Page 7 of		Potential persor this form are no OMB control no	ot required to umber.					
FORM	14	UNITE		ngton, D.C.	_	IGE COMMI	1331011		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 ection 16(a) of the Securities F	Exchange Act of	L OWN 1934, Secti	on 17(a) of the Pu		olding	Expires Estima	Number: 323 s: December 3 ted average b per response .	31, 2001 urden	
1. Name and Address Yahoo! Inc.	of Reporting Person*		ompany Act of 1935 or Sectio 2. Issuer Name and Tic Net2Phone, Inc. (N	cker or Trading S		ompany Act of 194			onship of all appli	Reporting Pericable)	rson(s) to Iss	suer
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identification Reporting Person, if (Voluntary)		4. Statem	ent for Month/Yea	r	_ Dire _ Offi (giv		ow)	10% Ow Other (specify)	
	(Street)		_		5. If Ame (Month	ndment, Date of O /Year)	riginal 7.	(Checl For For	c Applica m filed b	oint/Group Fili ble Line) y One Reporti y More than C rson	ng Person	
Sunnyvale,	California	94089										
(City)	(State)	(Zip)	Table I—Non-Derivati	ve Securities A	quired, Di	sposed of, or Ben	eficially Ow	ıed				
1. Title of Security (Instr. 3)	2. Transaction D (Month/Day/Y		Transaction Code (Instr. 8) 4.	Securities Ac (D) (Instr. 3, 4 an		or Disposed of	5. Amou Securi Benef Owne Month (Instr. 3 and	ties cially l at End	6. of	Ownership Direct (D) Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	, 5 mid	,				
Common Stock	6/11/01		S	100	D	\$8.56						
Common Stock	6/11/01		S	1,500	D	\$8.60						
Common Stock	6/11/01		S	100	D	\$8.61						
Common Stock	6/11/01		S	200	D	\$8.65						
Common Stock	6/11/01		S	700	D	\$8.66						
Common Stock	6/11/01		S	100	D	\$8.67						

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FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

1.	Name and Address Yahoo! Inc.	of Reporting Person	*			Issuer Name and T Net2Phone, Inc. (N		g Sy	mbol				6.	Relations (Check a	ship of ll appl	f Reporting Person(s licable)	i) to Iss	suer
	(Last)	(First)	(Middle)			I.R.S. Identification Reporting Person, i (Voluntary)		4.	Statement	for Month/Y	'ear			_ Directo _ Office (give t	Г	_0	0% Ow ther pecify	ner below)
	701 First Avenue					77-0398689			06/2001									
		(Street)			•			5.	If Amenda (Month/Ye	nent, Date of ear)	f Orig	inal	7.	(Check A X Form Form f	Applica filed filed b	by One Reporting P y More than One	erson	
	Sunnyvale,	California	94089											Report	ting Pe	erson		
	(City)	(State)	(Zip)		Tab	ole I—Non-Derivat	tive Securities	Acq	uired, Dispo	sed of, or B	enefic	cially C)wn	ed .				
1.	Title of Security (Instr. 3)	2. Transaction (Month/Day		3.	Tran (Inst	usaction Code 4. rr. 8)	Securities (D) (Instr. 3, 4	•	nired (A) or I	Disposed of		Amo Secur Bene Own Mont tr. 3 and	rities ficia ed at h	;	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	e V	Amou	ınt ((A) or (D)	Price								
Cor	nmon Stock	6/11/01			S		2	00 1	D	\$8.68								
Cor	nmon Stock	6/11/01			S		1	00 1	D	\$8.71								
Cor	nmon Stock	6/11/01			S		5	00 1	D	\$8.80								
Cor	nmon Stock	6/11/01			S		1,2	00 1	D	\$8.90								
Cor	nmon Stock	6/11/01			S		1,0	00 1	D	\$9.02								
Cor	nmon Stock	6/12/01			S		1,0	00 1	D	\$8.10								
	ninder: Report on a se the form is filed by n						or indirectly.										Si	(Over EC 1474 (3-99

Page 9 of 18

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

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)

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 of I Yahoo! Inc.	Reporting Person*		2.	Issuer Name and Ticker or Trading Net2Phone, Inc. (NTOP)	g Syr	nbol	6.	Relationship of Reporting Person(s) to Issuer (Check all applicable)
	(Last) 701 First Avenue	(First)	(Middle)	3.	IRS Identification Number of Reporting Person, if an entity (Voluntary)	4.	Statement for Month/Year 06/2001		Director 10% Owner Officer Other (give title below) (specify below)
	Sunnyvale,	(Street) California	94089	1		5.	If Amendment, Date of Original (Month/Year)	7.	Individual or Joint/Group Filing (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person
	(City)	(State)	(Zip)	Ta	ble I—Non-Derivative Securities A	Acqı	nired, Disposed of, or Beneficially	Own	ned

- Title of Security (Instr. 3)
- Transaction Date (Month/Day/Year)
- Transaction Code (Instr. 8)
- Securities Acquired (A) or Disposed of 5. (D) (Instr. 3, 4 and 5)
- Amount of Securities Beneficially Owned at End of Month
- Ownership Form: 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)			
Con	nmon Stock	6/12/01		S		1,000	D	\$8.12					
Con	nmon Stock	6/12/01		S		500	D	\$8.14					
Con	nmon Stock	6/12/01		S		800	D	\$8.20					
Con	nmon Stock	6/12/01		S		300	D	\$8.25					
Con	nmon Stock	6/12/01		S		2,000	D	\$8.26					
Con	nmon Stock	6/12/01		S		100	D	\$8.34					
			ch class of securities be orting person, <i>see</i> Instru			indirectly. Page 10 of					d to the collection d unless the form	of information o	
								OMB control no		respon	u uness the form	inspiays a curre	nuy vanu
	FORM	I 4	UNITED	STATI	ES SECURIT Washii	IES AND Engton, D.C.		GE COMMI	SSION		OMB APPR	OVAL	
	Check this box if no lossection 16. Form 4 obligations may con Instruction 1(or Form 5 tinue. <i>See</i> (b).	Filed pursuant to Sect	tion 16(a)	of the Securities E of 1935 or Section	xchange Act of	1934, Sectio	n 17(a) of the Pu	olic Utility H	olding	OMB Number: Expires: Decemble Estimated avera hours per respon	oer 31, 2001 ge burden	
1.	Name and Address Yahoo! Inc.	of Reporting Per	son*		suer Name and Tic et2Phone, Inc. (NT		Symbol		6.		onship of Reporting all applicable)	g Person(s) to Iss	uer
	(Last) 701 First Avenue	(First)	(Middle)	Re	RS Identification N eporting Person, if foluntary)		4. Statemer 06/2001	nt for Month/Yea	r	Dire Offi (giv		10% Own Other (specify b	
	Sunnyvale,	(Street)	94089	_		,	5. If Amen (Month/	dment, Date of O Year)	riginal 7.	For	dual or Joint/Group in filed by One Rep in filed by More the orting Person	orting Person	applicable)
	(City)	(State)	(Zip)										
1.	Title of Security (Instr. 3)		tion Date 3. 'Day/Year)		I—Non-Derivation Ction Code 4. 8)		quired (A) o	r Disposed of 5		of es ially at End of	Direct (I Indirect ((I)	Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Amount	(A) or (D)	Price					
Con	nmon Stock	6/12/01		S		100	D	\$8.39					
Con	nmon Stock	6/12/01		S		200	D	\$8.40					
Con	nmon Stock	6/12/01		S		100	D	\$8.43					
Con	nmon Stock	6/12/01		S		2,100	D	\$8.45					
Con	nmon Stock	6/12/01		S		600	D	\$8.51					
Con	nmon Stock	6/12/01		S		100	D	\$8.60					
			ch class of securities be orting person, <i>see</i> Instru			indirectly. Page 11 of			t required to		d to the collection d unless the form	of information o	
	FORM	I 4	UNITED	STATI	ES SECURIT Washi	IES AND E		GE COMMI	SSION		OMB APPR	OVAL	
	Check this box if no los o Section 16. Form 4 obligations may con Instruction 1(or Form 5 tinue. <i>See</i> (b).	Filed pursuant to Sect	tion 16(a)	of the Securities E of 1935 or Section	xchange Act of	1934, Sectio	n 17(a) of the Pu	olic Utility H	olding	OMB Number: Expires: Decemi Estimated avera hours per respon	oer 31, 2001 ge burden	
1.	Name and Address Yahoo! Inc.	of Reporting Per	son*		suer Name and Tic et2Phone, Inc. (NT		Symbol		6.		onship of Reporting all applicable)	; Person(s) to Iss	uer
	(Last)	(First)	(Middle)		RS Identification N eporting Person, if		4. Statemer	nt for Month/Yea	r	_ Dire		10% Owi Other	ner

	701 First Avenue					(Vo	oluntary)			06/200	1			(give	title be	low)	(spe	cify be	elow)
	Sunnyvale,	ì	Street) California	94089					5	5. If Ame (Month	ndment, Date of /Year)	Origir	aal 7.	Form Form	filed by	oint/Group Fil y One Report y More than C erson	ing Perso		plicable)
	(City)		(State)	(Zip)		Table 1	I—Non-Der	rivative Sec	urities Ac	auired. Di	sposed of, or Be	enefici	ally Own	ed					
1.	Title of Security (Instr. 3)	2.	Transaction I (Month/Day/		3.		ction Code	4. Sec (D)	urities Acc	quired (A)	or Disposed of	5.	Amount of Securities Beneficial Owned at Month	of s illy	6.	Ownership Direct (D) of Indirect (I) (Instr. 4)			Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	V		Amount	(A) or (D)) Price	(,						
Cor	nmon Stock		6/12/01			S			500	D	\$8.64								
Cor	nmon Stock		6/12/01			S			100	D	\$8.78								
Cor	nmon Stock		6/12/01			S			500	D	\$8.85								
Cor	nmon Stock		6/13/01			S			1,500	D	\$9.00								
Cor	nmon Stock		6/13/01			S			1,500	D	\$9.02								
Cor	nmon Stock		6/13/01			S			1,500	D	\$9.03								
* If	the form is filed by me	ore th	an one reporting						age 12 of 1		Potential personal pe	not red numb	quired to er.					tion co	
	FORM	4		CIVI	LLD	J 17 11 1		ashingto			VOL COMIN	1100	.011		ОМВ	APPROV	/AL		
	Check this box if no lo o Section 16. Form 4 obligations may cont Instruction 1(or Foinue. b).	orm 5 . See File		o Sectio	on 16(a) o	of the Securi	ties Exchan	ge Act of 1	1934, Secti	On 17(a) of the Pompany Act of 1	Public 1		1.35	Expire: Estima	Number: 323 s: December ited average per response	31, 200: burden	I	
1.	(Print or Type Resp Name and Address of Yahoo! Inc.						uer Name ar		Trading S	ymbol			6.	Relation (Check		Reporting Pe	erson(s)	to Issu	er
	(Last) 701 First Avenue		(First)	(Middle)		3. IR:	S Identificat porting Pers oluntary)	ion Number		4. Statemo	ent for Month/Ye	ear	_	_ Direc	tor		Othe	Owner or cify be	
	Sunnyvale,		Street) California	94089					5	5. If Ame (Month	ndment, Date of (Year)	Origir	ial 7.	_ Form _ Form	filed by	oint/Group Fil y One Report y More than C erson	ing Perso		plicable)
	(City)		(State)	(Zip)		Table	I Non Dor	ivativo Soc	urities Ace	guired Di	sposed of, or Be	mofici	ally Own	nd.					
1.	Title of Security	2.	Transaction I	Nata	3.		ction Code				or Disposed of		Amount o		6.	Ownership 1	Form	7.	Nature of
1.	(Instr. 3)	۷.	(Month/Day/			(Instr. 8		(D)	str. 3, 4 and				Securities Beneficia Owned at Month 3 and 4)	s llly	U.	Direct (D) of Indirect (I) (Instr. 4)			Indirect Beneficial Ownership (Instr. 4)
Cor	nmon Stock		6/13/01			S			2,000		\$9.06								
Cor	nmon Stock		6/13/01			S			2,000	D	\$9.11								
	nmon Stock		6/13/01			S			1,500		\$8.93								
_	nmon Stock		6/14/01			S			1,000		\$8.54								
	nmon Stock		6/14/01			S			1,000		\$8.59								
	nmon Stock		6/14/01			s			2 500		\$8.60								

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

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).

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	ponses)															
1.	Name and Address Yahoo! Inc.	of Reporting Person	*		suer Name and et2Phone, Inc.	d Ticker or Trading . (NTOP)	Syı	mbol			6.		nship of all appl		Person(s) to	Issuer	
	(Last)	(First)	(Middle)	Re		on Number of on, if an entity	4.	Statement fo	or Month/Yea	ar		_ Dire		low)	10% (Other (speci		w)
	701 First Avenue			`	3,			06/2001									
		(Street)		-			5.	If Amendme (Month/Year		Origina	1 7.	Forn	n filed by	y One Repo y More tha	Filing (Checorting Person One		cable)
	Sunnyvale,	California	94089									кер	orting re	-15011			
	(City)	(State)	(Zip)	Table	I—Non-Deri	vative Securities A	Acqı	uired, Dispose	ed of, or Ber	neficial	ly Own	ed					
1.	Title of Security (Instr. 3)	2. Transaction (Month/Day		Transa (Instr. 8	ction Code 3)	4. Securities A (D) (Instr. 3, 4 a	•	nired (A) or Di		S E C N	Amount of ecurities Beneficia Dwned at Month B and 4)	lly	6.	Ownershi Direct (D Indirect ((Instr. 4)		Inc Be Ov	ture of direct neficial wnership astr. 4)
				Code	V	Amour	nt ((A) or (D)	Price								
Cor	nmon Stock	6/14/01		S		1,00	0 I)	\$8.61								
Cor	nmon Stock	6/14/01		S		1,00	0 I)	\$8.63								
Cor	nmon Stock	6/14/01		S		1,00	0 I)	\$8.66								
Cor	nmon Stock	6/14/01		S		50	0 I)	\$8.68								
Cor	nmon Stock	6/14/01		S		1,00	0 I)	\$8.73								
Cor	nmon Stock	6/14/01		S		1,00	0 I)	\$8.81								
* If	the form is filed by m	ore than one reportir	ng person, see Instru	ection 4(b))(V).	Page 14 c	of 18	this	ential perso form are n IB control n	ot requ	ired to					on conta	
	FORM	1 4	UNITED	STATI		RITIES AND Shington, D.C.			COMM	ISSI	ON		OMB	APPRO	OVAL		
	Check this box if no lossection 16. Form 4 obligations may con Instruction 1(Print or Type Res	or Form 5 stinue. <i>See</i> (b).	led pursuant to Sect	ion 16(a)	of the Securit	ANGES IN BE ies Exchange Act o ection 30(f) of the I	f 19	34, Section 17	7(a) of the Pu	ublic U		lding	Expire Estima	Number: 3 s: Decemb ted averag per respon	er 31, 2001 ge burden		
1.	Name and Address Yahoo! Inc.	of Reporting Person	*		suer Name an et2Phone, Inc	d Ticker or Trading . (NTOP)	Syı	mbol			6.		nship of all appl		Person(s) to	Issuer	
	(Last) 701 First Avenue	(First)	(Middle)	Re		on Number of on, if an entity	4.	Statement fo	or Month/Yea	ar		_ Dire _ Offic (give		low)	10% (v)
	701 1 list /Ivenue			_			_	00/2001									
	Sunnyvale,	(Street) California	94089				5.	If Amendme (Month/Year		Origina	1 7.	Forn	n filed by	y One Repo y More tha	Filing (Cheo orting Person n One		cable)
	(City)	(State)	(Zip)														
	· · · · · · · · · · · · · · · · · · ·		· · · ·	Table	I—Non-Deri	vative Securities A	Acqı	uired, Dispose	ed of, or Ber	neficial	ly Own	ed .					
1.	Title of Security (Instr. 3)	2. Transaction (Month/Day		Transa (Instr. 8	ction Code B)	4. Securities A (D) (Instr. 3, 4 a	•	nired (A) or Di 5)		S E C N	amount of ecurities Seneficia Owned at Month Sand 4)	lly	6.	Ownershi Direct (D Indirect ((Instr. 4)) or	Ind Be Ov	iture of direct neficial wnership istr. 4)

Amount (A) or (D)

2,500 D

Price

\$7.80

Code

S

6/15/01

Common Stock

Common Stock	6/15/01		S	3,000	D	\$7.86						
Common Stock	6/15/01		S	1,000	D	\$7.92						
Common Stock	6/15/01		S	500	D	\$8.00						
Common Stock	6/15/01		S	1,000	D	\$8.15						
Common Stock	6/15/01		S	1,000	D	\$8.23						
Reminder: Report on a seg * If the form is filed by m				or indirectly. Page 15 of 2	18	Potential persons v this form are not r OMB control num	equired to r				nformation	
FORM	I 4	UNITED	STATES SECUR Was	TITIES AND E		GE COMMISS	SION		ОМВ	APPROV	'AL	
// 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).	iled pursuant to Sect	EMENT OF CHA ion 16(a) of the Securitie apany Act of 1935 or Sec	es Exchange Act of 1	1934, Secti	on 17(a) of the Public		ding	Expires Estima	Number: 323 s: December 3 ted average b per response .	31, 2001 ourden	
Name and Address Yahoo! Inc.	of Reporting Person	*	2. Issuer Name and Net2Phone, Inc.		ymbol				nship of all appli	Reporting Pericable)	:son(s) to I	ssuer
(Last) 701 First Avenue	(First)	(Middle)	3. IRS Identificatio Reporting Persor (Voluntary)		4. Stateme	ent for Month/Year		_ Dire Offic (give		low)	10% Ov Other (specify	wner y below)
Suppressio	(Street) California	94089	-	<u> </u>	5. If Ame (Month	ndment, Date of Orig /Year)	inal 7.	Forn Forn	n filed by	oint/Group Fili y One Reporti y More than O erson	ng Person	Applicable)
Sunnyvale, (City)	(State)	(Zip)	Table I—Non-Deriv	rative Securities Ac	auired. Di	sposed of, or Benefic	cially Owne	d				
1. Title of Security (Instr. 3)	2. Transaction (Month/Da				quired (A)	or Disposed of 5.	Amount of Securities Beneficial Owned at Month tr. 3 and 4)	f ly	6.	Ownership F Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
		_	Code V	Amount	(A) or (D)	•	u. 5 anu 4)					
Common Stock	6/15/01		S	1,000	D	\$8.58						
Common Stock	6/18/01		S	3,000	D	\$7.50						
Common Stock	6/18/01		S	2,500	D	\$7.52						
Common Stock	6/18/01		S	1,000	D	\$7.70						
Common Stock	6/18/01		S	1,000	D	\$7.90						
Common Stock	6/18/01		S	1,500	D	\$8.00						
Reminder: Report on a sep * If the form is filed by m				or indirectly.							5	(Over) SEC 1474 (3-99)
				Page 16 of 1	18	Potential persons v this form are not r OMB control num	equired to r					
FORM		UNITED	STATES SECUR Was	TITIES AND E	_	IGE COMMISS	SION		ОМВ	APPROV	AL	
// Check this box if no le to Section 16. Form 4 obligations may con-	or Form 5 tinue. <i>See</i>	iled pursuant to Sect	EMENT OF CHA ion 16(a) of the Securitie upany Act of 1935 or Sec	es Exchange Act of 1	1934, Secti	on 17(a) of the Public		ding	Expires Estima	Number: 323 s: December 3 ted average b per response .	31, 2001 ourden	

Instruction 1(b). (Print or Type Responses)

Name and Address of Yahoo! Inc.	Reporting Person*		2.	Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOP)	6	. Relationship of Reporting (Check all applicable)	Person(s) to Issuer
(Last)	(First)	(Middle)	3.	IRS Identification Number of Reporting Person, if an entity 4. Statement for Month/Year		_ Director _ Officer	_ 10% Owner _ Other
701 First Avenue				(Voluntary) 06/2001		(give title below)	(specify below)

(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																				
(City)	(State)	(Zip)	Ta	able I	—Non-	Derivati	ive Secu	ırities Ac	quired, D	Disposed	of, or B	enefic	ially	Owne	d							
I. Title of Security (Instr. 3)	2. Transaction (Month/Day			ansact istr. 8)	ion Cod	le 4.	(D)	urities Acc	quired (A)) or Disp	osed of		Sec Ben	nth		6.	D In	Ownersh Direct (Indirect Instr. 4)	O) or (I)	m:	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			Со	de	V			Amount	(A) or (I	D) :	Price	(IIISt	1. <i>5</i> d.									
ommon Stock	6/18/01		S					1,000	D		\$8.03											
ommon Stock	6/19/01		S					10,000	D	:	\$7.50											
ommon Stock	6/20/01		S					3,500	D		\$7.00											
ommon Stock	6/20/01		S					3,500	D		\$7.03											
ommon Stock	6/20/01		S					3,000	D		\$7.07											
Common Stock	6/21/01		S					5,500	D		\$7.00											
eminder: Report on a sep If the form is filed by mo						irectly of		age 17 of	18	this f		not re	equir								ion c	(Ov C 1474 (3-9 ontained in tly valid
FORM 4				STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB APPROVAL										
			TED STA			Washi	ington	, D.C.	20549					Ŋ		ОМВ	Nur	mber:	3235-0	287		
	onger subject or Form 5 tinue. See b).		ATEMI	E NT 6(a) o	OF C	Washi CHAN curities 1	ington	, D.C. In BEN	20549 NEFICI 1934, Sec	IAL O	WNEI	RSH Public	ΙP		ding	OMB Expire	Nur es: I		3235-(ber 31, ge bur)287 2001 den		
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/ Check this box if no lo to Section 16. Form 4 obligations may conti Instruction 1(t (Print or Type Resp	onger subject or Form 5 tinue. See b).	ST led pursuant to	Section 16 Company 2.	ENT 6(a) o Act o Issu Net IRS Rep	of the Sent of 1935 of	CHAN curities I or Section e and Ti , Inc. (N' ication N Person, in	GES I	IN BEN ge Act of 2 of the Inv	20549 NEFICI 1934, Secretary	tion 17(a	WNEI) of the Act of	RSH Public 1940	ΙP	ty Hol 6.	Relatio (Check Direc Office	OMB Expire Estim hours	o Nur res: I nated s per of Re	mber: Decemblateraters response	3235-(ber 31, ge bur ise	0287 2001 den 0.5	o Issu Own r	er
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/ Check this box if no lo to Section 16. Form 4 obligations may continstruction 1(t (Print or Type Resp Name and Address o Yahoo! Inc. (Last) 701 First Avenue Sunnyvale, (City) Title of Security	onger subject or Form 5 tinue. See b). conses) of Reporting Person (First) (Street) California (State)	SI led pursuant to * (Middle) 94089 (Zip) Date	Section 16 Company 2. 3. Tra 3. Tra	Issu Net Control Issu N	f the See of 1935 of 1	CHAN curities I or Section e and Ti , Inc. (N' ication No Person, in Derivati	ington, GES I Exchange on 30(f) of cker or T TOP) Number of an entit ive Secur (D) (Instr	ge Act of 1 of the Inv Trading S of 4 ty arities Acc arities Acc	20549 NEFICI 1934, Secreestment C ymbol 4. Staten 06/200 5. If Am (Mont	nent for an analysis of the company	WNEI of the result of the res	Public 1940 Year original f Original	inal Am Sec Ben Ow	6. 7. Owne ount o ourities eficial and at the	Relatio (Check — Direc Office (give — Individ — Form Form Repo	OMB Expire Estim hours Inship of all appropriate title before title before title before the filled be	S Numers: I sated as per opelow Double Market S	mber: Decemble a verage responsible res	3235-doer 31, ge bur see g Perso Filing oorting an One	20287 2001 den 0.5	Own r rify b	elow) pplicable) Nature of Indirect Beneficial Ownership

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)