

[illegible]

Explanation of Responses:

July 9, 2001

Date _____

Page 2 of 18

OMB APPROVAL

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

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	Amount	(A) or (D)	Price				
	Common 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				

FORM 4

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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
701 First Avenue						
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code	V	Amount	(A) or (D)	Price			
Common Stock	6/5/01	S		1,000	D	\$9.09			
Common Stock	6/5/01	S		3,000	D	\$9.05			
Common Stock	6/5/01	S		1,000	D	\$9.06			
Common Stock	6/6/01	S		2,000	D	\$9.07			
Common Stock	6/6/01	S		1,500	D	\$9.15			
Common Stock	6/6/01	S		2,500	D	\$9.11			

FORM 4

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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
701 First Avenue						
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial		

		Owned at End of Month (Instr. 3 and 4)				Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price
Common Stock	6/6/01	S		1,000	D	\$9.10
Common Stock	6/6/01	S		1,000	D	\$9.25
Common Stock	6/6/01	S		1,000	D	\$9.35
Common Stock	6/6/01	S		1,000	D	\$9.36
Common Stock	6/7/01	S		4,000	D	\$9.06
Common Stock	6/7/01	S		4,000	D	\$9.01
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.

FORM 4

// 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)

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below)	<input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)
701 First Avenue						
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	Amount	(A) or (D)	Price				
Common Stock		6/7/01		S			2,000	D	\$9.00				
Common Stock		6/8/01		S			6,000	D	\$8.70				
Common Stock		6/8/01		S			1,000	D	\$8.75				
Common Stock		6/8/01		S			1,000	D	\$8.76				
Common Stock		6/8/01		S			1,000	D	\$8.80				
Common Stock		6/8/01		S			500	D	\$8.90				

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).

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

// 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)

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
---	--	--	---	--	--	--

(Last)

(First)

(Middle)

701 First Avenue

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

06/2001

Director

Officer

(give title below)

10% Owner

Other

(specify below)

(Street)

Sunnyvale,

California

94089

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)

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

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

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

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of 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

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 7 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

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

OMB APPROVAL

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

1. Name and Address of Reporting Person*

Yahoo! Inc.

2. Issuer Name and Ticker or Trading Symbol

Net2Phone, Inc. (NTP)

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

(Last)

(First)

(Middle)

701 First Avenue

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

06/2001

Director

Officer

(give title below)

10% Owner

Other

(specify below)

(Street)

Sunnyvale,

California

94089

5. If Amendment, Date of Original (Month/Year)

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)

(State)

(Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

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

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code

V

Amount

(A) or (D)

Price

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

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

(Over)

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue			77-0398689	06/2001	<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
					<input checked="" type="checkbox"/> Form filed by One Reporting Person	
					<input type="checkbox"/> Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	Amount	(A) or (D)	Price				
	Common Stock		6/11/01		S		200	D	\$8.68				
	Common Stock		6/11/01		S		100	D	\$8.71				
	Common Stock		6/11/01		S		500	D	\$8.80				
	Common Stock		6/11/01		S		1,200	D	\$8.90				
	Common Stock		6/11/01		S		1,000	D	\$9.02				
	Common Stock		6/12/01		S		1,000	D	\$8.10				

(Over)

SEC 1474 (3-99)

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,					<input type="checkbox"/> Form filed by One Reporting Person	
California					<input type="checkbox"/> Form filed by More than One Reporting Person	
94089						
(City)	(State)	(Zip)				

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
----	---------------------------------	----	--------------------------------------	----	--------------------------------	----	--	----	---	----	--	----	--

		(Instr. 3 and 4)				
		Code	V	Amount	(A) or (D)	Price
Common Stock	6/12/01	S		1,000	D	\$8.12
Common Stock	6/12/01	S		500	D	\$8.14
Common Stock	6/12/01	S		800	D	\$8.20
Common Stock	6/12/01	S		300	D	\$8.25
Common Stock	6/12/01	S		2,000	D	\$8.26
Common Stock	6/12/01	S		100	D	\$8.34

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

// 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

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)
701 First Avenue						
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price
Common Stock	6/12/01	S		100	D	\$8.39
Common Stock	6/12/01	S		200	D	\$8.40
Common Stock	6/12/01	S		100	D	\$8.43
Common Stock	6/12/01	S		2,100	D	\$8.45
Common Stock	6/12/01	S		600	D	\$8.51
Common Stock	6/12/01	S		100	D	\$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

// 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

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTP)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity	4. Statement for Month/Year	<input type="checkbox"/> Director <input type="checkbox"/> Officer	<input type="checkbox"/> 10% Owner <input type="checkbox"/> 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
☐ Form filed by More than One Reporting Person

Sunnyvale,

California

94089

(City)

(State)

(Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

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

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code

V

Amount

(A) or (D)

Price

Common Stock

6/12/01

S

500

D

\$8.64

Common Stock

6/12/01

S

100

D

\$8.78

Common Stock

6/12/01

S

500

D

\$8.85

Common Stock

6/13/01

S

1,500

D

\$9.00

Common Stock

6/13/01

S

1,500

D

\$9.02

Common Stock

6/13/01

S

1,500

D

\$9.03

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

(Over)

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

SEC 1474 (3-99)

Page 12 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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)

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

1. Name and Address of Reporting Person*
Yahoo! Inc.

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director
☐ Officer
☐ 10% Owner
☐ Other
(give title below) (specify below)

(Last) (First) (Middle)

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

701 First Avenue

06/2001

(Street)

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

Sunnyvale,

California

94089

(City)

(State)

(Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

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

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code

V

Amount

(A) or (D)

Price

Common Stock

6/13/01

S

2,000

D

\$9.06

Common Stock

6/13/01

S

2,000

D

\$9.11

Common Stock

6/13/01

S

1,500

D

\$8.93

Common Stock

6/14/01

S

1,000

D

\$8.54

Common Stock

6/14/01

S

1,000

D

\$8.59

Common Stock

6/14/01

S

2,500

D

\$8.60

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

(Over)

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

SEC 1474 (3-99)

Page 13 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.

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		__ Director __ Officer (give title below)	
701 First Avenue			4. Statement for Month/Year 06/2001		__ 10% Owner __ Other (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 __ Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				

(City)	(State)	(Zip)	Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	Amount	(A) or (D)	Price				
Common Stock		6/14/01		S			1,000	D	\$8.61				
Common Stock		6/14/01		S			1,000	D	\$8.63				
Common Stock		6/14/01		S			1,000	D	\$8.66				
Common Stock		6/14/01		S			500	D	\$8.68				
Common Stock		6/14/01		S			1,000	D	\$8.73				
Common Stock		6/14/01		S			1,000	D	\$8.81				

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.

FORM 4

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

OMB APPROVAL

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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		__ Director __ Officer (give title below)	
701 First Avenue			4. Statement for Month/Year 06/2001		__ 10% Owner __ Other (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 __ Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(City)	(State)	(Zip)				

Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price
Common Stock	6/15/01	S			2,500	D	\$7.80

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 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

// 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

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI)			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer <input type="checkbox"/> (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other <input type="checkbox"/> (specify below)		
701 First Avenue								
(Street)						5. If Amendment, Date of Original (Month/Year)		
Sunnyvale,			California			94089		
(City)			(State)			(Zip)		
						7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price
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 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

// 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

OMB APPROVAL

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI)			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year 06/2001	<input type="checkbox"/> Director <input type="checkbox"/> Officer <input type="checkbox"/> (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other <input type="checkbox"/> (specify below)		
701 First Avenue								
(Street)						5. If Amendment, Date of Original (Month/Year)		
						7. Individual or Joint/Group Filing (Check Applicable) <input type="checkbox"/> Form filed by One Reporting Person		

Sunnyvale,

(City)

California

(State)

94089

(Zip)

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					<div>Code</div>	<div>V</div>	<div>Amount</div>	<div>(A) or (D)</div>	<div>Price</div>				
	Common Stock		6/18/01		S		1,000	D	\$8.03				
	Common Stock		6/19/01		S		10,000	D	\$7.50				
	Common Stock		6/20/01		S		3,500	D	\$7.00				
	Common Stock		6/20/01		S		3,500	D	\$7.03				
	Common Stock		6/20/01		S		3,000	D	\$7.07				
	Common Stock		6/21/01		S		5,500	D	\$7.00				

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).

Page 17 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.

(Over)

SEC 1474 (3-99)

FORM 4

// 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)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 APPROVAL

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

1.

Name and Address of Reporting Person*
Yahoo! Inc.

(Last)

(First)

(Middle)

701 First Avenue

(Street)

Sunnyvale,

California

94089

(City)

(State)

(Zip)

2.

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

3.

IRS Identification Number of Reporting Person, if an entity
(Voluntary)

4.

Statement for Month/Year

06/2001

5.

If Amendment, Date of Original
(Month/Year)

6.

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

Director

Officer

(give title below)

10% Owner

Other

(specify below)

7.

Individual or Joint/Group Filing (Check Applicable)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

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

1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3.	Transaction Code (Instr. 8)	4.	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					<div>Code</div>	<div>V</div>	<div>Amount</div>	<div>(A) or (D)</div>	<div>Price</div>				
	Common Stock		6/21/01		S		3,000	D	\$7.04	2,479,278	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).

Page 18 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.

(Over)

SEC 1474 (3-99)