

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

SCHEDULE 13G
(Rule 13d-102)

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| OMB APPROVAL |
| OMB Number: 3235-0145 |
| Expires: December 31, 2005 |
| Estimated average burden hours per response. . 11 |

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

Under the Securities Exchange Act of 1934
(Amendment No. 6)*

Yahoo! Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

984332-10-6

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☒ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 984332-10-6

1.

Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
David Filo

2.

Check the Appropriate Box if a Member of a Group (See Instructions)*

- (a) ☐
- (b) ☐

3.

SEC Use Only

4.

Citizenship or Place of Organization
U.S.A.

Number of
Shares

5.

Sole Voting Power
46,852,458 (1)

| | | |
|--|---|--|
| Beneficially Owned by Each Reporting Person With | 6. | Shared Voting Power 0 |
| | 7. | Sole Dispositive Power 46,852,458 (1) |
| | 8. | Shared Dispositive Power 0 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person 46,852,458 (1) | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)* [] | |
| 11. | Percent of Class Represented by Amount in Row (9) 7.9% (2) | |
| 12. | Type of Reporting Person (See Instructions)* IN | |

(1) Includes 92,812 shares held by the David Filo 2001 Grantor Retained Annuity Trust and 166,666 shares issuable upon the exercise of stock options held by Mr. Filo that are exercisable within 60 days of December 31, 2002.

(2) Based upon 590,895,000 shares of Yahoo! Inc., common stock outstanding at October 25, 2002, as reported on the Issuer’s Quarterly Report on Form 10-Q for the period ended September 30, 2002, as filed with the SEC on November 1, 2002.

Item 1.

- (a) Name of Issuer
Yahoo! Inc.
- (b) Address of Issuer's Principal Executive Offices
701 First Avenue, Sunnyvale, CA 94089

Item 2.

- (a) Name of Person Filing
David Filo
- (b) Address of Principal Business Office or, if none, Residence
Same as Item 1(b)
- (c) Citizenship
See Row 4 of cover page
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
984332-10-6

Item 3. If this statement is filed pursuant to Rule 13d-1(b), 13d-2(b) or 13d-2(c), check whether the person filing is a:

Not Applicable

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) **Amount beneficially owned:** See Row 9 of cover page
- (b) **Percent of class:** See Row 11 of cover page
- (c) **Number of shares as to which the person has:**
 - (i) **Sole power to vote or to direct the vote** See Row 5 of cover page
 - (ii) **Shared power to vote or to direct the vote** See Row 6 of cover page
 - (iii) **Sole power to dispose or to direct the disposition of** See Row 7 of cover page
 - (iv) **Shared power to dispose or to direct the disposition of** See Row 8 of cover page

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

4

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

Not Applicable.

5

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement set forth in this statement is true, complete and correct.

February 13, 2003

Date

/s/ David Filo

Signature

David Filo, Chief Yahoo

Name/Title

6
