

**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).

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

| OMB APPROVAL                                 |           |
|----------------------------------------------|-----------|
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|                                                                                                                                                                                                                                    |                                                                                 |                                                                                                                                                                                                 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1. Name and Address of Reporting Person*</b><br><u>KERN ARTHUR</u><br><br>(Last) (First) (Middle)<br><u>C/O YAHOO! INC.</u><br><u>701 FIRST AVENUE</u><br><br>(Street)<br><u>SUNNYVALE CA 94089</u><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>YAHOO INC [ YHOO ]</u> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|                                                                                                                                                                                                                                    | <b>3. Date of Earliest Transaction (Month/Day/Year)</b><br><u>04/28/2005</u>    |                                                                                                                                                                                                 |
|                                                                                                                                                                                                                                    | <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>                 | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>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) | 2A. Deemed Execution Date, if any (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 Following Reported Transaction(s) (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                    | 04/28/2005                           |                                                    | s                              |   | 600                                                               | D          | \$34.6867 | 13,018                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 500                                                               | D          | \$34.688  | 12,518                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 400                                                               | D          | \$34.69   | 12,118                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 900                                                               | D          | \$34.6967 | 11,218                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 263                                                               | D          | \$34.7    | 10,955                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 400                                                               | D          | \$34.705  | 10,555                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 400                                                               | D          | \$34.715  | 10,155                                                                                        | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 800                                                               | D          | \$34.72   | 9,355                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 9                                                                 | D          | \$34.73   | 9,346                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 900                                                               | D          | \$34.7367 | 8,446                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 60                                                                | D          | \$34.74   | 8,386                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 441                                                               | D          | \$34.7459 | 7,945                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 50                                                                | D          | \$34.75   | 7,895                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 600                                                               | D          | \$34.7567 | 7,295                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 540                                                               | D          | \$34.7585 | 6,755                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 200                                                               | D          | \$34.76   | 6,555                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 3                                                                 | D          | \$34.77   | 6,552                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 600                                                               | D          | \$34.7767 | 5,952                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 220                                                               | D          | \$34.78   | 5,732                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 577                                                               | D          | \$34.7801 | 5,155                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 600                                                               | D          | \$34.79   | 4,555                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 400                                                               | D          | \$34.795  | 4,155                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 200                                                               | D          | \$34.8    | 3,955                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 400                                                               | D          | \$34.81   | 3,555                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 520                                                               | D          | \$34.8138 | 3,035                                                                                         | D                                                        |                                                       |
| Common Stock                    | 04/28/2005                           |                                                    | s                              |   | 110 <sup>(1)</sup>                                                | D          | \$34.82   | 2,925                                                                                         | D                                                        |                                                       |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security (Instr. 3)                                                                                     | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5)                                                           | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------|----------------------------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
| <b>Explanation of Responses:</b><br>1. All shares reported sold on this form 4 were sold pursuant to a 10b5-1 trading program. |                                                        |                                      |                                                    |                                |                                                                             |                                                          |                                                                        |                                                                                                      |                                                                                                    |                                                           |                                                        |
|                                                                                                                                |                                                        |                                      |                                                    | Code V                         | (A) (D)                                                                     | Date Exercisable                                         | Expiration Date                                                        |                                                                                                      |                                                                                                    |                                                           |                                                        |
|                                                                                                                                |                                                        |                                      |                                                    |                                |                                                                             |                                                          |                                                                        | <u>/s/ Michael J. Callahan,</u><br><u>attorney-in-fact for, Arthur H. Kern,</u><br><u>04/28/2005</u> |                                                                                                    |                                                           |                                                        |
|                                                                                                                                |                                                        |                                      |                                                    |                                |                                                                             |                                                          |                                                                        | ** Signature of Reporting Person                                                                     |                                                                                                    | Date                                                      |                                                        |

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

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

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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