

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **March 24, 2005**

Yahoo! Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-28018
(Commission
File Number)

77-0398689
(IRS Employer
Identification No.)

701 First Avenue, Sunnyvale, California
(Address of principal executive offices)

94089
(Zip Code)

Registrant's telephone number, including area code: **(408) 349-3300**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 Regulation FD Disclosure.

On March 24, 2005 Yahoo! Inc, a Delaware corporation, issued a press release announcing the approval by its Board of Directors of a stock repurchase program, effective March 2005. The press release is furnished as an exhibit to this Current Report on Form 8-K and is incorporated herein by reference.

ITEM 9.01 Financial Statements and Exhibits.

(c) Exhibits.

The following exhibit is furnished with this report on Form 8-K:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release of Yahoo! Inc., dated March 24, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

YAHOO! INC.

Date: March 24, 2005

By: /s/ Susan Decker
Name: Susan Decker

EXHIBIT INDEX

**Exhibit
Number**

Description

99.1	Press Release of Yahoo! Inc., dated March 24, 2005.
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Yahoo! Approves Stock Repurchase Program

SUNNYVALE, CALIF. – March 24, 2005 – Yahoo! Inc. (Nasdaq: YHOO), a leading global Internet company, today announced that its Board of Directors has approved a stock repurchase program, effective March 2005. Under the program, Yahoo! is authorized to repurchase up to \$3 billion of its outstanding shares of common stock from time to time over the next five years, depending on market conditions, share price and other factors.

The repurchases may be made on the open market, in block trades or otherwise and may include derivative transactions. The program may be suspended or discontinued at any time.

“This stock repurchase program demonstrates the confidence we have in our company and shows our commitment to deliver long-term shareholder value,” said Terry Semel, chairman and chief executive officer, Yahoo! Inc. “The cash productivity of our business model enables us to actively invest cash in areas that we believe will drive future value for shareholders, such as stock repurchases.”

The stock repurchase program will be funded using the company’s working capital. As of December 31, 2004, the company had cash, cash equivalents and marketable securities of approximately \$4.6 billion.

Yahoo! has completed its previous stock repurchase program. The Board of Directors previously approved an authorization to repurchase up to \$500 million of the Company’s outstanding shares of common stock in March 2001. Pursuant to this prior authorization, the Company repurchased approximately 38 million shares of common stock for a total amount of approximately \$325 million, including \$165 million during the first quarter of 2005. Additionally, Yahoo! currently has \$175 million in structured stock repurchase transactions outstanding.

As of March 4, 2005, Yahoo! had approximately 1.4 billion common shares outstanding.

About Yahoo!

Yahoo! Inc. is the No. 1 Internet brand globally and the most trafficked Internet destination worldwide. Yahoo! provides online products and services essential to consumers’ lives, and offers a full range of tools and marketing solutions for businesses to connect with Internet users around the world. Yahoo! is headquartered in Sunnyvale, Calif.

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