

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
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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).

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

1. Name and Address of Reporting Person* <u>ROSENSWEIG DANIEL</u>  (Last) (First) (Middle) <u>C/O YAHOO! INC.</u> <u>701 FIRST AVENUE</u>  (Street) <u>SUNNYVALE CA 94089</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>YAHOO INC [ YHOO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Operating Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)	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	02/01/2005		A		150,000 <sup>(1)</sup>	A	\$0	290,989	D	
Common Stock	02/01/2005		M		76,000	A	\$7.305	366,989	D	
Common Stock	02/01/2005		S		1,000	D	\$35.23	365,989	D	
Common Stock	02/01/2005		S		400	D	\$35.22	365,589	D	
Common Stock	02/01/2005		S		1,000	D	\$35.21	364,589	D	
Common Stock	02/01/2005		S		1,400	D	\$35.2	363,189	D	
Common Stock	02/01/2005		S		1,400	D	\$35.19	361,789	D	
Common Stock	02/01/2005		S		3,400	D	\$35.18	358,389	D	
Common Stock	02/01/2005		S		1,000	D	\$35.17	357,389	D	
Common Stock	02/01/2005		S		300	D	\$35.16	357,089	D	
Common Stock	02/01/2005		S		1,900	D	\$35.15	355,189	D	
Common Stock	02/01/2005		S		3,065	D	\$35.14	352,124	D	
Common Stock	02/01/2005		S		1,135	D	\$35.13	350,989	D	
Common Stock	02/01/2005		S		300	D	\$35.12	350,689	D	
Common Stock	02/01/2005		S		3,900	D	\$35.11	346,789	D	
Common Stock	02/01/2005		S		2,400	D	\$35.1	344,389	D	
Common Stock	02/01/2005		S		3,400	D	\$35.09	340,989	D	
Common Stock	02/01/2005		S		500	D	\$35.06	340,489	D	
Common Stock	02/01/2005		S		200	D	\$35.04	340,289	D	
Common Stock	02/01/2005		S		1,300	D	\$35.03	338,989	D	
Common Stock	02/01/2005		S		1,900	D	\$35.02	337,089	D	
Common Stock	02/01/2005		S		300 <sup>(4)</sup>	D	\$35	336,789	D	

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

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 Derivative 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 Securities 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$34.75	02/01/2005		A		550,000		(2)	02/01/2015	Common Stock	550,000	\$0	550,000	D	

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

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 Derivative 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 Securities 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$7.305	02/01/2005		M			76,000	(3)	04/24/2012	Common Stock	76,000	\$0	1,092,750	D	

**Explanation of Responses:**

- These shares represent shares of restricted stock granted under the Yahoo! Inc. 1995 Stock Plan. These shares will vest three years from the date of grant of 2/1/05 as long as the officer remains in the service of the company as of the vesting date.
- This option becomes exercisable at a rate of 1/3 of the securities underlying the option on the third anniversary of the grant date of 2/1/05 and 2/3 of the securities underlying the option on the fourth anniversary of the grant date such that the option is fully vested on 2/1/09.
- This option becomes exercisable at a rate of 1/4th of the securities underlying the option on the first anniversary of the vesting commencement date of 4/24/02 and 1/48th of the securities underlying the option in quarterly installments thereafter.
- All shares reported sold on this Form 4 were sold pursuant to a 10b5-1 trading program.

/s/ Daniel Rosensweig

02/02/2005

\*\* 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.

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