SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. Name and Addre HIPPEAU E	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>YAHOO INC</u> [YHOO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
C/O SOFTBANK CAPITAL PARTNERS		()	3. Date of Earliest Transaction (Month/Day/Year) 06/25/2009	Officer (give title Other (specify below) below)
461 FIFTH AVENUE (Street) NEW YORK NY 10017			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	06/25/2009		Α		5,000 ⁽¹⁾	Α	\$ <mark>0</mark>	62,792	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. Transa Code (8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	6. Date Exerc Expiration Da (Month/Day/Y	ate	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				
Director Stock Option (right to buy)	\$15.53	06/25/2009		A		15,000		(2)	06/25/2016	Common Stock	15,000	(3)	15,000	D	

Explanation of Responses:

1. These shares represent an automatic award of restricted stock units granted on the date of the annual meeting of stockholders under the Yahoo! 1996 Directors' Stock Plan. Each restricted stock unit represents the contingent right to receive, upon vesting of the unit, one share of Yahoo! common stock. These units are scheduled to vest in equal quarterly installments over the one-year period following the date of grant, subject to continuous service as a director. These units will generally be paid in an equivalent number of shares of the Company's common stock on the earlier of the date the director's service terminates and the third anniversary of the date of grant.

2. This option was automatically awarded on the date of the annual meeting of stockholders under the Yahoo! 1996 Directors' Stock Plan. This option is scheduled to become exercisable in equal quarterly installments over the one-year period following the date of grant, subject to continuous service as a director.

3. Not applicable.

<u>/s/ Eric Hippeau</u>

06/29/2009 Date

** Signature of Reporting Person

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.