

**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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>SEMEL TERRY</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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/19/2005</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	08/19/2005		M		41,666	A	\$4.62	1,926,946	D	
Common Stock	08/19/2005		M		33,333	A	\$8.23	1,960,279	D	
Common Stock	08/19/2005		M		467,887	A	\$8.81	2,428,166	D	
Common Stock	08/19/2005		S		10	D	\$34.23	2,428,156	D	
Common Stock	08/19/2005		S		39,322	D	\$34.25	2,388,834	D	
Common Stock	08/19/2005		S		64,463	D	\$34.26	2,324,371	D	
Common Stock	08/19/2005		S		88,356	D	\$34.27	2,236,015	D	
Common Stock	08/19/2005		S		16,623	D	\$34.28	2,219,392	D	
Common Stock	08/19/2005		S		42,900	D	\$34.29	2,176,492	D	
Common Stock	08/19/2005		S		73,560	D	\$34.3	2,102,932	D	
Common Stock	08/19/2005		S		141,705	D	\$34.35	1,961,227	D	
Common Stock	08/19/2005		S		300	D	\$34.36	1,960,927	D	
Common Stock	08/19/2005		S		13,695	D	\$34.37	1,947,232	D	
Common Stock	08/19/2005		S		11,800	D	\$34.38	1,935,432	D	
Common Stock	08/19/2005		S		14,825	D	\$34.39	1,920,607	D	
Common Stock	08/19/2005		S		8,822	D	\$34.4	1,911,785	D	
Common Stock	08/19/2005		S		5,830	D	\$34.42	1,905,955	D	
Common Stock	08/19/2005		S		16,267	D	\$34.43	1,889,688	D	
Common Stock	08/19/2005		S		4,408	D	\$34.45	1,885,280 <sup>(4)</sup>	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)	\$8.23	08/19/2005		M			33,333	(1)	12/11/2012	Common Stock	33,333	(3)	533,334	D	
Stock Option (right to buy)	\$4.62	08/19/2005		M			41,666	(2)	10/02/2011	Common stock	41,666	(3)	83,334	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)	\$8.81	08/19/2005		M			467,887	(5)	04/16/2011	Common Stock	467,887	(3)	867,446	D	

**Explanation of Responses:**

- This option becomes exercisable at a rate of 1/48th of the securities underlying the option on each monthly anniversary of the vesting commencement date of 12/11/02 such that the option was fully vested on 12/11/06.
- This option becomes exercisable at a rate of 1/8th of the securities underlying the option on 4/16/02 and thereafter at a rate of 1/48th of the securities underlying the option on each monthly anniversary of the vesting commencement date such that the option will be fully vested on 10/2/05.
- Not applicable
- Does not include 760 shares owned indirectly by wife for children under the Uniform Transfer to Minors Act.
- This option becomes exercisable at a rate of 1/2 of the securities underlying the option on the first anniversary of the vesting commencement date of 4/16/01 and 1/24th of the securities underlying the option on each monthly anniversary thereafter, such that the option was fully vested on 4/16/03.

/s/ Michael Murray, attorney-in-fact for, Terry S. Semel      08/22/2005

\*\* 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.

**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.**

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Michael J. Callahan, Susan Decker and Michael Murray, signing singly, his true and lawful attorney-in-fact to:

(1) Execute for and on behalf of the undersigned Forms 3, 4 and 5 with respect to securities of Yahoo! Inc., in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the "1934 Act");

(2) Perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission and any other authority, including the execution of an application for EDGAR codes on Form ID; and

(3) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully as such attorney-in-fact could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his substitute, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act.

This Power of Attorney shall be effective as of the date written below, and unless sooner revoked, shall terminate upon the fifth (5th) anniversary of the date written below.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of August 16, 2005.

Signature

Terry Semel

Print Name

Power of Attorney new.doc