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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): February 1, 2008

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**Yahoo! Inc.**

(Exact name of registrant as specified in its charter)

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Delaware (State or other jurisdiction of incorporation)	000-28018 (Commission File Number)	77-0398689 (I.R.S. Employer Identification No.)
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701 First Avenue Sunnyvale, California (Address of principal executive offices)	94089 (Zip Code)
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Registrant's telephone number, including area code: (408) 349-3300

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Not Applicable

(Former name or former address, if changed since last report.)

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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))
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### **Item 8.01. Other Events.**

Yahoo! Inc. (the “Company”) received an unsolicited proposal from Microsoft Corporation (“Microsoft”) to acquire the Company. The Company said that its Board of Directors will evaluate this proposal carefully and promptly in the context of the Company’s strategic plans and pursue the best course of action to maximize long-term value for shareholders.

A copy of the press release announcing the Company’s receipt of Microsoft’s proposal is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

### **Item 9.01 Financial Statements and Exhibits.**

#### (d) Exhibits.

The following item is filed as an exhibit to this report:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Yahoo! Inc. Press Release dated February 1, 2008.

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**SIGNATURE**

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.  
*(Registrant)*

By: /s/ Michael J. Callahan

Name: Michael J. Callahan

Title: Executive Vice President,  
General Counsel and Secretary

Date: February 1, 2008

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Yahoo! Inc. Press Release dated February 1, 2008.

**YAHOO! BOARD OF DIRECTORS TO EVALUATE  
UNSOLICITED PROPOSAL FROM MICROSOFT**

Sunnyvale, Calif., February 1, 2008 — Yahoo! Inc. (Nasdaq: YHOO), a leading global Internet company, today said that it has received an unsolicited proposal from Microsoft to acquire the Company. The Company said that its Board of Directors will evaluate this proposal carefully and promptly in the context of Yahoo!'s strategic plans and pursue the best course of action to maximize long-term value for shareholders.

**About Yahoo!**

Yahoo! Inc. is a leading global Internet brand and one of the most trafficked Internet destinations worldwide. Yahoo! is focused on powering its communities of users, advertisers, publishers, and developers by creating indispensable experiences built on trust. Yahoo! is headquartered in Sunnyvale, California. For more information, visit [pressroom.yahoo.com](http://pressroom.yahoo.com).

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