

SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2  
 UNDER THE SECURITIES EXCHANGE ACT OF 1934  
 (Amendment No. 2)\*

YAHOO!.  
 (Name of Issuer)

COMMON  
 (Title of Class of Securities)

984332106  
 (CUSIP Number)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

1

CUSIP No. 984332106

13G

Page 2 of 15 Pages

1 NAME OF REPORTING PERSONS  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

SEQUOIA CAPITAL VI 94-3166265

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

NUMBER OF SHARES  
 BENEFICIALLY OWNED BY EACH  
 REPORTING PERSON WITH

5 SOLE VOTING POWER ORIGINALLY FILED 2/97 AMENDMENT 2/98  
 none -0-

6 SHARED VOTING POWER ORIGINALLY FILED 2/97 AMENDMENT 2/98 2/99  
 4,032,439 3,648,659 2,929,316

7 SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97 AMENDMENT 2/98  
 none -0-

8 SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97 AMENDMENT 2/98 2/99  
 4,032,439 3,648,659 2,929,316

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97 AMENDMENT 2/98 2/99  
 4,032,439 3,648,659 2,929,316

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97 AMENDMENT 2/98 2/99  
 15.2% 8.1% 3%

12 TYPE OF REPORTING PERSON\*  
 PN

1	NAME OF REPORTING PERSONS S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS			
	SEQUOIA PARTNERS (O) 94-3166264			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a)	<input type="radio"/>	
		(b)	<input checked="" type="radio"/>	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
	California			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98
			none	-0-
		6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98 2/99
			4,032,439	3,648,659 2,929,316
		7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98
			none	-0-
		8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98 2/99
			4,032,439	3,648,659 2,929,316
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97			AMENDMENT 2/98 2/99
	4,032,439			3,648,659 2,929,316
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97			AMENDMENT 2/98 2/99
	15.2%			8.1% 3%
12	TYPE OF REPORTING PERSON*			
	PN			

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

SEQUOIA TECHNOLOGY PARTNERS VI

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) o  
(b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

NUMBER OF SHARES  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON WITH

5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98	
	none	-0-	

6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98	2/99
	221,509	200,415	160,830

7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98	
	none	-0-	

8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/98	2/99
	221,509	200,415	160,830

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97	AMENDMENT 2/98	2/99
	221,509	200,415	160,830

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97	AMENDMENT 2/98	2/99
	Less than 1%	Less than 1%	Less than 1%

12 TYPE OF REPORTING PERSON\*  
PN

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
  
Donald Valentine

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
US

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	80,596
	6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146
	7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	80,596
	8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97 AMENDMENT 2/99  
4,431,195 3,170,742

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97 AMENDMENT 2/99  
16.7% 3.2%

12 TYPE OF REPORTING PERSON\*  
  
IN

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Pierre Lamond

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) o  
(b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

US

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	-0-
	6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146
	7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	-0-
	8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97 AMENDMENT 2/99  
4,431,195 3,090,146

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97 AMENDMENT 2/99  
16.7% 3.1%

12 TYPE OF REPORTING PERSON\*  
IN

1 NAME OF REPORTING PERSONS  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
 Thomas Stephenson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 US

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	204,317
	6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146
	7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	204,317
	8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97 AMENDMENT 2/99  
 4,431,195 3,294,463

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97 AMENDMENT 2/99  
 16.7% 3.3%

12 TYPE OF REPORTING PERSON\*  
 IN

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Michael Moritz

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

UK

NUMBER OF SHARES  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON WITH

5 SOLE VOTING POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

none

300,000

6 SHARED VOTING POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,090,146

7 SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

none

300,000

8 SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,390,146

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97

AMENDMENT 2/99

16.7%

3.4%

12 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Douglas Leone

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) o  
(b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

US

NUMBER OF SHARES  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON WITH

5 SOLE VOTING POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

none

-0-

6 SHARED VOTING POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,090,146

7 SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

none

-0-

8 SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97

AMENDMENT 2/99

4,431,195

3,090,146

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97

AMENDMENT 2/99

16.7%

3.1%

12 TYPE OF REPORTING PERSON\*

PN



1 NAME OF REPORTING PERSONS  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
 Mark Stevens

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 US

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	207,042
	6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146
	7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		none	207,042
	8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
		4,431,195	3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97 AMENDMENT 2/99  
 4,431,195 3,297,188

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97 AMENDMENT 2/99  
 16.7% 3.3%

12 TYPE OF REPORTING PERSON\*  
 IN

1 NAME OF REPORTING PERSONS  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

J. Thomas McMurray

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

US

NUMBER OF SHARES  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON WITH

5	SOLE VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
	none	180,000

6	SHARED VOTING POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
	4,431,195	3,090,146

7	SOLE DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
	none	180,000

8	SHARED DISPOSITIVE POWER ORIGINALLY FILED 2/97	AMENDMENT 2/99
	4,431,195	3,090,146

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON ORIGINALLY FILED 2/97

4,431,195

AMENDMENT 2/99

3,270,146

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 ORIGINALLY FILED 2/97

16.7%

AMENDMENT 2/99

3.3%

12 TYPE OF REPORTING PERSON\*

IN

Item 1.

- (a) Name of Issuer: YAHOO! .
- (b) Address of Issuer's Principal Executive Offices:  
3400 Central Expressway  
Santa Clara, California 94086

Item 2.

- (a) Name of Persons Filing: Sequoia Capital VI ("SC VI")  
Sequoia Partners (O) ("SP(O)")  
Sequoia Technology Partners VI  
Pierre Lamond ("PL")  
Donald T. Valentine ("DTV")  
Thomas F. Stephenson ("TFS")  
Michael Moritz ("MM")  
Douglas Leone ("DL")  
Mark Stevens ("MS")  
J. Thomas McMurray ("JTM")

SP(O) is the General Partner of SC VI. PL, DTV, TFS, MM, DL, MS and JTM are General Partners of SP(O) and STP VI.

- (b) Address of Principal Business Office or, if None, Residence:  
3000 Sand Hill Road  
Building 4, Suite 280  
Menlo Park, CA 94025
- (c) Citizenship:  
SC VI, SP(O), STP VI  
California  
PL, DTV, TFS, DL, MS and JTM; MM  
United States;
- (d) Title of Class of Securities:  
Common Stock
- (e) CUSIP Number: 984332106

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

Not applicable

Item 4. Ownership

See Rows 5 through 11 of cover pages

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following X.

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

[The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):]

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.]

[EXHIBITS]

[A: Joint Filing Statement]

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 7, 1997

SEQUOIA CAPITAL VI  
By its General Partner,  
Sequoia Partners (O)

-----  
Michael Moritz, General Partner

SEQUOIA TECHNOLOGY PARTNERS VI

-----  
Pierre Lamond

-----  
Donald T. Valentine

-----  
Thomas F. Stephenson

-----  
Michael Moritz

-----  
Douglas Leone

-----  
Mark Stevens

-----  
J. Thomas McMurray

EXHIBIT A

JOINT FILING STATEMENT

Pursuant to Rule 13d-1(f)(1), we, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: February 7, 1997

SEQUOIA CAPITAL VI  
By its General Partner,  
Sequoia Partners (0)

-----  
Michael Moritz, General Partner

SEQUOIA TECHNOLOGY PARTNERS VI

-----  
Michael Moritz

-----  
Pierre Lamond

-----  
Donald T. Valentine

-----  
Thomas F. Stephenson

-----  
Douglas Leone

-----  
Mark Stevens

-----  
J. Thomas McMurray