

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares			

Explanation of Responses:

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Susan L. Decker

December 10, 2001

**Signature of Reporting Person

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Susan L. Decker, Senior Vice President, Finance and Administration and Chief Financial Officer

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL

// 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden hours per response 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person* Yahoo! Inc. (Last) (First) (Middle) 701 First Avenue (Street) Sunnyvale, California 94089 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI)	3. I.R.S. Identification Number of Reporting Person (voluntary)	4. Statement for Month/Year 11/2001	5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (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	11/2/01	S		400	D	\$5.81
Common Stock	11/2/01	S		400	D	\$5.88
Common Stock	11/2/01	S		400	D	\$5.90

Common Stock	11/2/01	S	400	D	\$5.92
Common Stock	11/2/01	S	675	D	\$6.00
Common Stock	11/15/01	S	1,400	D	\$5.80

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

<p align="center">FORM 4</p> <p><i>// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</i></p> <p>(Print or Type Responses)</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940</p>	<p align="center">OMB APPROVAL</p> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5</p>
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1. Name and Address of Reporting Person* Yahoo! Inc. (Last) (First) (Middle) 701 First Avenue (Street) Sunnyvale, California 94089 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI) 3. I.R.S. Identification Number of Reporting Person (voluntary) 4. Statement for Month/Year 11/2001 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) 7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (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			
Common Stock	11/15/01	S	1,400	D	\$5.90			
Common Stock	11/15/01	S	3,000	D	\$6.00			
Common Stock	11/15/01	S	1,400	D	\$6.04			
Common Stock	11/15/01	S	1,400	D	\$6.06			
Common Stock	11/15/01	S	1,400	D	\$6.15			
Common Stock	11/16/01	S	1,250	D	\$6.31			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
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<p align="center">FORM 4</p> <p><i>// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</i></p> <p>(Print or Type Responses)</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940</p>	<p align="center">OMB APPROVAL</p> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5</p>
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1. Name and Address of Reporting Person* Yahoo! Inc. (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI) 3. I.R.S. Identification Number of Reporting Person (voluntary)	4. Statement for Month/Year 5. If Amendment, Date of Original (Month/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
--	---	--

(Street)

5. If Amendment, Date of Original
(Month/Year)7. Individual or Joint/Group Filing
(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than
One Reporting Person

Sunnyvale, California 94089

(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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (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)			
Common Stock	11/16/01	S		1,250	D	\$6.38		
Common Stock	11/16/01	S		1,250	D	\$6.44		
Common Stock	11/16/01	S		1,250	D	\$6.47		
Common Stock	11/16/01	S		1,250	D	\$6.49		
Common Stock	11/16/01	S		1,250	D	\$6.54		
Common Stock	11/16/01	S		1,250	D	\$6.58		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(Over)
SEC 1474 (3-99)**POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION
CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM
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Page 5 of 16

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549****OMB APPROVAL****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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940**OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden hours
per response 0.5**

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Yahoo! Inc.			Net2Phone, Inc. (NTP)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)			4. Statement for Month/Year		
701 First Avenue						11/2001		
(Street)			5. If Amendment, Date of Original (Month/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
Sunnyvale,	California	94089						
(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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (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)			
Common Stock	11/16/01	S		1,250	D	\$6.76		
Common Stock	11/19/01	S		1,300	D	\$6.40		
Common Stock	11/19/01	S		900	D	\$6.45		
Common Stock	11/19/01	S		1,300	D	\$6.55		
Common Stock	11/19/01	S		5,200	D	\$6.60		
Common Stock	11/19/01	S		1,300	D	\$6.65		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(Over)
SEC 1474 (3-99)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden hours
per response 0.5

// 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Yahoo! Inc.			Net2Phone, Inc. (NTOPI)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		4. Statement for Month/Year	
701 First Avenue					11/2001	
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)			<input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (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)			
Common Stock	11/20/01	S		714	D	\$6.15		
Common Stock	11/20/01	S		2,146	D	\$6.20		
Common Stock	11/20/01	S		714	D	\$6.32		
Common Stock	11/20/01	S		1,428	D	\$6.35		
Common Stock	11/20/01	S		714	D	\$6.36		
Common Stock	11/20/01	S		1,428	D	\$6.45		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
SEC 1474 (3-99)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
Expires: December 31, 2001
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per response 0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Yahoo! Inc.			Net2Phone, Inc. (NTOPI)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		4. Statement for Month/Year	
701 First Avenue					11/2001	
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of	5. Amount of Securities	6. Ownership Form:	7. Nature of Indirect
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(Instr. 3)	(Instr. 8)	of (D) (Instr. 3, 4 and 5)	Beneficially Owned at End of Month (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
(Month/ Day/ Year)	Code	V	Amount	(A) or (D)	Price
Common Stock 11/20/01	S		1,428	D	\$6.60
Common Stock 11/20/01	S		714	D	\$6.61
Common Stock 11/21/01	S		4,256	D	\$6.15
Common Stock 11/21/01	S		2,856	D	\$6.16
Common Stock 11/21/01	S		714	D	\$6.17
Common Stock 11/21/01	S		714	D	\$6.22

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FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940	OMB APPROVAL
// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)		OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

1. Name and Address of Reporting Person* Yahoo! Inc. (Last) (First) (Middle) 701 First Avenue (Street) Sunnyvale, California 94089 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
	3. I.R.S. Identification Number of Reporting Person (voluntary)	4. Statement for Month/Year 11/2001
	5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (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	11/21/01	S		714	D	\$6.26
Common Stock	11/21/01	S		746	D	\$6.35
Common Stock	11/23/01	S		2,500	D	\$6.20
Common Stock	11/23/01	S		1,250	D	\$6.21
Common Stock	11/23/01	S		1,250	D	\$6.24
Common Stock	11/23/01	S		1,250	D	\$6.26

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FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF	OMB APPROVAL
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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).

CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden hours per response 0.5

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(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Yahoo! Inc.			Net2Phone, Inc. (NTOF)		<input type="checkbox"/> Director 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		4. Statement for Month/Year	
701 First Avenue					11/2001	
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale,			California		<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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		Code	V	Amount	(A) or (D)	Price			
Common Stock	11/23/01	S		1,250	D	\$6.32			
Common Stock	11/23/01	S		2,500	D	\$6.35			
Common Stock	11/26/01	S		1,785	D	\$6.10			
Common Stock	11/26/01	S		1,785	D	\$6.17			
Common Stock	11/26/01	S		1,785	D	\$6.20			
Common Stock	11/26/01	S		1,785	D	\$6.21			

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(Over)
SEC 1474 (3-99)

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
Expires: December 31, 2001
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(Print or Type Responses)

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Yahoo! Inc.			Net2Phone, Inc. (NTOF)		<input type="checkbox"/> Director 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		4. Statement for Month/Year	
701 First Avenue					11/2001	
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale,			California		<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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		Code	V	Amount	(A) or (D)	Price			
Common Stock	11/26/01	S		7,140	D	\$6.22			
Common Stock	11/26/01	S		1,428	D	\$6.23			

Common Stock	11/26/01	S	714	D	\$6.24
Common Stock	11/26/01	S	1,785	D	\$6.25
Common Stock	11/26/01	S	895	D	\$6.29
Common Stock	11/26/01	S	898	D	\$6.39

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(Over)
 SEC 1474 (3-99)

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1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Yahoo! Inc.	Net2Phone, Inc. (NTOF)	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)	<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
701 First Avenue		
(Street)	4. Statement for Month/Year	
	11/2001	
Sunnyvale, California 94089	5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)		<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (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)			
Common Stock	11/27/01	S		1,430	D	\$6.05		
Common Stock	11/27/01	S		1,430	D	\$6.06		
Common Stock	11/27/01	S		4,290	D	\$6.08		
Common Stock	11/27/01	S		1,410	D	\$6.09		
Common Stock	11/27/01	S		1,430	D	\$6.10		
Common Stock	11/27/01	S		4,290	D	\$6.11		

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).

(Over)
 SEC 1474 (3-99)

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION
 CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM
 DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549	OMB APPROVAL
// 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	OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5
(Print or Type Responses)	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940	
1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Yahoo! Inc.	Net2Phone, Inc. (NTOF)	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner

(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)	4. Statement for Month/Year	— Officer (give title below)	— Other (specify below)
701 First Avenue				11/2001		
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) — Form filed by One Reporting Person — Form filed by More than One Reporting Person	
Sunnyvale,	California	94089				
(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (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	11/27/01	S		1,430	D	\$6.13
Common Stock	11/27/01	S		1,430	D	\$6.14
Common Stock	11/27/01	S		1,430	D	\$6.15
Common Stock	11/27/01	S		1,430	D	\$6.16
Common Stock	11/28/01	S		1,430	D	\$5.55
Common Stock	11/28/01	S		1,430	D	\$5.61

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).

(Over)
SEC 1474 (3-99)

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FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB APPROVAL
// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940	OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Yahoo! Inc.	Net2Phone, Inc. (NTOF)	— Director — 10% Owner
(Last)	(First)	(Middle)
701 First Avenue	3. I.R.S. Identification Number of Reporting Person (voluntary)	4. Statement for Month/Year
		08/2001
(Street)		5. If Amendment, Date of Original (Month/Year)
Sunnyvale,	California	94089
(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (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	11/28/01	S		1,430	D	\$5.66
Common Stock	11/28/01	S		2,840	D	\$5.69
Common Stock	11/28/01	S		2,860	D	\$5.70
Common Stock	11/28/01	S		1,430	D	\$5.76
Common Stock	11/28/01	S		1,430	D	\$5.83
Common Stock	11/28/01	S		1,430	D	\$5.84

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF
 CHANGES IN BENEFICIAL OWNERSHIP**

OMB Number: 3235-0287
 Expires: December 31, 2001
 Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Yahoo! Inc.			Net2Phone, Inc. (NTOF)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
701 First Avenue			08/2001			
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale, California 94089					<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (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	11/28/01	S		5,720	D	\$5.85			
Common Stock	11/29/01	S		1,430	D	\$5.20			
Common Stock	11/29/01	S		1,430	D	\$5.22			
Common Stock	11/29/01	S		1,430	D	\$5.24			
Common Stock	11/29/01	S		5,720	D	\$5.25			
Common Stock	11/29/01	S		1,430	D	\$5.28			

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 Washington, D.C. 20549

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(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
701 First Avenue			08/2001			
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)	
Sunnyvale, California 94089					<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (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	11/29/01	S		1,430	D	\$5.29			
Common Stock	11/29/01	S		1,430	D	\$5.32			
Common Stock	11/29/01	S		1,410	D	\$5.54			
Common Stock	11/29/01	S		2,860	D	\$5.61			
Common Stock	11/29/01	S		1,430	D	\$5.65			
Common Stock	11/30/01	S		20,000	D	\$5.38	1,652,317		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
SEC 1474 (3-99)

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