## 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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| Estimated average burden |     |
|--------------------------|-----|
| hours per response:      | 0.5 |

| 1. Name and Addres                              | ss of Reporting Person<br>HUR | n*       | 2. Issuer Name and Ticker or Trading Symbol <u>YAHOO INC</u> [ YHOO ] |  | tionship of Reporting Perso<br>all applicable)<br>Director | son(s) to Issuer<br>10% Owner |  |  |
|---|-------------------------------|----------|---|--|--|-------------------------------|--|--|
| (Last)<br>C/O YAHOO! II                         |                               | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/30/2010        |  | Officer (give title below)                                 | Other (specify below)         |  |  |
| C/O YAHOO! INC.<br>701 FIRST AVENUE<br>(Street) |                               |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)              | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person |  |                               |  |  |
| SUNNYVALE                                       | CA                            | 94089    |   |  | Form filed by More than<br>Person                          | 5                             |  |  |
| (City)  | (State)                       | (Zip)    |   |  |  |                               |  |  |

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

| 1. Title of Security (Instr. 3) | Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--------------------------|---|--------------|---|---|---------------|-------|---|---|---|
|                                 |                          |   | Code         | v | Amount  | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (Instr. 4)  |

 
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)             | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Num<br>of<br>Deriva<br>Securi<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr. 3<br>and 5) | tive<br>ties<br>red<br>sed<br>3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|---|------------------------------------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D)                                | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Director<br>Stock<br>Option<br>(right to<br>buy) <sup>(1)</sup> | \$14.17   | 09/30/2010                                 |   | А                            |   | 5,028   |                                    | 09/30/2010 <sup>(2)</sup>                                      | 09/30/2017         | Common<br>Stock  | 5,028                                  | (3)   | 5,028  | D  |  |

Explanation of Responses:

1. These options were granted under the Yahoo! Inc. 1996 Directors' Stock Plan, which permits directors to elect to receive payment of quarterly directors' fees in the form of an automatic grant of stock options or award of restricted stock units.

2. The options vest 100% on the date of grant.

3. Not applicable.

### /s/ Michael J. Callahan,

attorney-in-fact for Arthur H. Kern

\*\* Signature of Reporting Person Date

10/04/2010

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.