

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* FILO DAVID _____ (Last) (First) (Middle) C/O YAHOO! INC. 701 FIRST AVENUE _____ (Street) SUNNYVALE CA 94089 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol YAHOO INC [YHOO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Yahoo		
			3. Date of Earliest Transaction (Month/Day/Year) 02/14/2012					
			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	02/14/2012		M ⁽¹⁾		200,000	A	\$8.23	200,000	D	
Common Stock	02/14/2012		S ⁽¹⁾		85,000	D	\$15.2007 ⁽²⁾	115,000	D	
Common Stock	02/14/2012		S ⁽¹⁾		115,000	D	\$15.9706 ⁽³⁾	0	D	
Common Stock	02/14/2012		S ⁽¹⁾		70,700	D	\$15.1997 ⁽⁴⁾	72,292,190	I	By David Filo 1998 Revocable Trust U/A DTD 06/12/1998
Common Stock	02/14/2012		S ⁽¹⁾		95,800	D	\$15.9703 ⁽⁵⁾	72,196,390	I	By David Filo 1998 Revocable Trust U/A DTD 06/12/1998

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				
Employee Stock Option (right to buy)	\$8.23	02/14/2012		M ⁽¹⁾		200,000		01/11/2003 ⁽⁶⁾	12/11/2012	Common Stock	200,000	⁽⁷⁾	0	D	

Explanation of Responses:

- This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in February 2011.
- This transaction was executed in multiple trades during the day at prices ranging from \$14.98 to \$15.475. The price reported above reflects the weighted-average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- This transaction was executed in multiple trades during the day at prices ranging from \$15.595 to \$16.095. The price reported above reflects the weighted-average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- This transaction was executed in multiple trades during the day at prices ranging from \$14.975 to \$15.46. The price reported above reflects the weighted-average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- This transaction was executed in multiple trades during the day at prices ranging from \$15.545 to \$16.095. The price reported above reflects the weighted-average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- This option became exercisable at a rate of 1/48th of the securities underlying the option per month commencing January 11, 2003.
- Not applicable.

/s/ David Filo

02/16/2012

** 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.

