

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

**SCHEDULE 14A
(Rule 14A-101)**

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)**

Filed by the Registrant
Filed by a Party other than the Registrant

Check appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

Yahoo! Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of filing fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
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- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
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The following was posted on Yahoo! Inc.'s corporate blog, "Yodel Anecdotal" (www.ycorpblog.com), by Jerry Yang, Yahoo!'s Chief Executive Officer, on July 21, 2008:

A word on today's announcement

Posted July 21st, 2008 at 6:15 pm by Jerry Yang, CEO & Chief Yahoo

Today, Yahoo! moves past a distracting proxy contest. This morning we announced a settlement with Carl Icahn which will enable Yahoo! to put an end to this challenging chapter in our history, and allow us to get back to the business at hand — building our business and maximizing value for all stockholders.

Over the past few weeks we've made progress communicating with investors, helping them to better understand our roadmap for long-term growth, our valuable combination of assets, and our solid position in the converging search and display marketplaces. These discussions have been productive for everyone.

Under the terms of the settlement with Mr. Icahn, he has withdrawn his nominees for consideration at the annual meeting, and has agreed to vote his Yahoo! shares in support of the Board's nominees. At our annual stockholder meeting on Aug. 1, we'll ask stockholders to re-elect eight of our current directors. (In connection with the settlement of the proxy contest, Bobby Kotick has notified the Company that he will not stand for re-election to the Board.) After the annual meeting, Mr. Icahn will be appointed to our Board. We've also agreed to expand our Board to make room for two additional members to be chosen by the Board upon the recommendation of the Board's Nominating and Governance Committee from a list that includes the rest of Mr. Icahn's slate and Jon Miller, former Chairman and CEO of AOL.

We're pleased that both parties were able to work together productively to accomplish this settlement, and we look forward to working with the new Board members and benefiting from their fresh perspective.

Yahoo! is now moving forward with one team and one voice, and we're excited about what the future holds.

Jerry Yang
CEO and Chief Yahoo