

**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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person * <u>KERN ARTHUR</u>  (Last) (First) (Middle) <u>C/O YAHOO! INC.</u> <u>701 FIRST AVENUE</u>  (Street) <u>SUNNYVALE CA 94089</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>YAHOO INC [ YHOO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/20/2005</u>	
	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	10/20/2005		M		39,450	A	\$0.0417	39,450	D	
Common Stock	10/20/2005		S		300	D	\$35.08	39,150	D	
Common Stock	10/20/2005		S		200	D	\$35.1	38,950	D	
Common Stock	10/20/2005		S		100	D	\$35.11	38,850	D	
Common Stock	10/20/2005		S		200	D	\$35.12	38,650	D	
Common Stock	10/20/2005		S		100	D	\$35.13	38,550	D	
Common Stock	10/20/2005		S		300	D	\$35.14	38,250	D	
Common Stock	10/20/2005		S		200	D	\$35.15	38,050	D	
Common Stock	10/20/2005		S		100	D	\$35.16	37,950	D	
Common Stock	10/20/2005		S		100	D	\$35.17	37,850	D	
Common Stock	10/20/2005		S		200	D	\$35.18	37,650	D	
Common Stock	10/20/2005		S		200	D	\$35.19	37,450	D	
Common Stock	10/20/2005		S		900	D	\$35.2	36,550	D	
Common Stock	10/20/2005		S		100	D	\$35.21	36,450	D	
Common Stock	10/20/2005		S		400	D	\$35.22	36,050	D	
Common Stock	10/20/2005		S		700	D	\$35.23	35,350	D	
Common Stock	10/20/2005		S		500	D	\$35.24	34,850	D	
Common Stock	10/20/2005		S		600	D	\$35.25	34,250	D	
Common Stock	10/20/2005		S		1,150	D	\$35.26	33,100	D	
Common Stock	10/20/2005		S		1,000	D	\$35.27	32,100	D	
Common Stock	10/20/2005		S		800	D	\$35.28	31,300	D	
Common Stock	10/20/2005		S		400	D	\$35.29	30,900	D	
Common Stock	10/20/2005		S		1,200	D	\$35.3	29,700	D	
Common Stock	10/20/2005		S		100	D	\$35.31	29,600	D	
Common Stock	10/20/2005		S		1,500 <sup>(1)</sup>	D	\$35.32	28,100	D	

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table 1. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of 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)		
				(A)	(D)		Date Exercisable	Expiration Date						Title	Amount or Number of Shares
Stock Option (right to buy)	\$0.0417	10/20/2005		M		39,450	(2)	01/24/2006	Common Stock		39,450	(3)	197,532	D	

**Explanation of Responses:**

- All shares reported sold on this form 4 were sold pursuant to a 10b5-1 trading program.
- This option becomes exercisable at a rate of 1/4th of the securities underlying the option on the first anniversary of the vesting commencement date of 1/25/96 and 1/48th of the securities underlying the option on each monthly anniversary thereafter.
- not applicable

/s/ Michael Murray, attorney-  
in-fact for, Arthur H. Kern      10/21/2005

\*\* 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.

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