

**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>FILO DAVID</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)  Director 10% Owner Officer (give title below) Other (specify below)  X Chief Yahoo
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/20/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	12/20/2006		s		400	D	\$26.02	80,006,128	D	
Common Stock	12/20/2006		s		4,200	D	\$26.01	80,001,928	D	
Common Stock	12/20/2006		s		7,600	D	\$26	79,994,328	D	
Common Stock	12/20/2006		s		8,700	D	\$25.99	79,985,628	D	
Common Stock	12/20/2006		s		5,700	D	\$25.98	79,979,928	D	
Common Stock	12/20/2006		s		4,900	D	\$25.97	79,975,028	D	
Common Stock	12/20/2006		s		6,100	D	\$25.96	79,968,928	D	
Common Stock	12/20/2006		s		4,500	D	\$25.95	79,964,428	D	
Common Stock	12/20/2006		s		3,700	D	\$25.94	79,960,728	D	
Common Stock	12/20/2006		s		2,300	D	\$25.93	79,958,428	D	
Common Stock	12/20/2006		s		1,200	D	\$25.92	79,957,228	D	
Common Stock	12/20/2006		s		1,200	D	\$25.91	79,956,028	D	
Common Stock	12/20/2006		s		4,700	D	\$25.9	79,951,328	D	
Common Stock	12/20/2006		s		9,500	D	\$25.89	79,941,828	D	
Common Stock	12/20/2006		s		6,700	D	\$25.88	79,935,128	D	
Common Stock	12/20/2006		s		3,000	D	\$25.87	79,932,128	D	
Common Stock	12/20/2006		s		5,200	D	\$25.86	79,926,928	D	
Common Stock	12/20/2006		s		2,200	D	\$25.85	79,924,728	D	
Common Stock	12/20/2006		s		500	D	\$25.84	79,924,228	D	
Common Stock	12/20/2006		s		2,100	D	\$25.83	79,922,128	D	
Common Stock	12/20/2006		s		600	D	\$25.82	79,921,528	D	
Common Stock	12/20/2006		s		600	D	\$25.81	79,920,928	D	
Common Stock	12/20/2006		s		1,400	D	\$25.8	79,919,528	D	
Common Stock	12/20/2006		s		2,100	D	\$25.79	79,917,428	D	
Common Stock	12/20/2006		s		2,700 <sup>(1)</sup>	D	\$25.78	79,914,728	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)	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 Underlying Securities (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)
<p><b>Explanation of Responses:</b></p> <p>1. All shares reported sold on this form 4 were sold pursuant to a 10b5-1 trading program.</p> <p style="text-align: right;">/s/ Michael J. Callahan, attorney-in-fact for, David Filo</p> <p style="text-align: right;">** Signature of Reporting Person      Date 12/21/2006</p>											
<p>Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.</p> <p>* If the form is filed by more than one reporting person, see Instruction 4(b)(v).</p>											

\*\* 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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