| | FORM 4 | | | U | NITED STATES SI | ECURITIES Washington | | | COMMISSIO | N | | OMI | BA | PPROVAL | |
|------|--|--------------------------|-------------------------|------|---|--------------------------------------|------|--|-----------------|-------|--|-------------------------|--------------|---|--|
| to | heck this box if no lon Section 16. Form 4 o | iger subject r Form 5 | | | CHANGES | STATEN IN BENE | | NT OF CIAL OWNI | ERSHIP | | | Expir | es: D | nber: 3235-0287 December 31, 2001 | |
| | obligations may contin Instruction 1(b) (Print or Type Respo |). | | I | Filed pursuant to Sec Section 17(a) of the Section 30(f | Public Utility | y Ho | | Act of 1935 or | | | | | average burden hours ase 0.5 | |
| 1. | Name and Address of Yahoo! Inc. | f Reporting Pers | on* | | 2. Issuer Name an Net2Phone, Inc. | | adin | ng Symbol | | 6. | . Relationship of D | Report | ing P | Person(s) to Issuer (Check <u>X</u> 10% Owner | all applicable) |
| | (Last) 701 First Avenue | (First) | (Midd | le) | I.R.S. Identifica of Reporting Pe entity (Voluntar 77-0398689 | rson, if an | 4. | Statement for M 07/2001 | /onth/Year | - | _Officer (give title belo | w) | | _Other (specify below) |) |
| | (Sunnyvale, | (Street) California | 94089 | | | | 5. | If Amendment, Date of Origina (Month/Year) | | 7. | Individual or Joi (Check Applicat X Form filed by Form filed by One Reportin | ole) y One v More | Repo than | orting Person | |
| | (City) | (State) | (Zip) | 1 | Table I — Non-Dei | rivative Secur | itie | s Acquired, Disp | osed of, or Ber | nefic | cially Owned | | | | |
| 1. | Title of Security (Instr. 3) | | tion Date /Day/Year) | Cod | | 4. Securiti or Dispo (Instr. 3 | osec | | 5 | 5. | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6 ed | | Ownership Form: 7. Direct (D) or Indirect (I) (Instr. 4) | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | Amount | t | (A) or (D) | Price | | | | | | |
| Corr | umon Stock | 7/2/01 | | S | | 1,600 | | D | \$5.87 | | | | | | |
| Con | mon Stock | 7/2/01 | | S | | 1,080 | | D | \$5.88 | | | | | | |
| Con | mon Stock | 7/2/01 | | S | | 1,540 | | D | \$5.81 | | | | | | |
| Corr | mon Stock | 7/2/01 | | S | | 2,000 | | D | \$5.80 | | | | | | |
| Com | mon Stock | 7/2/01 | | s | | 540 | | D | \$5.91 | | | | | | |
| | | | | | | | | | | | | | | | |

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Page 1 of 35

| 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (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) Code V (A) (D) Date Exercisable Date Expiration Date Expiration Date Exercisable |
|--|
| |
| |

| 7. | Title and Amount of (Instr. 3 and 4) | f Underlying Secu | rities | : | 8. Price of E Security (Instr. 5) | O erivative | 9. | Number of Derivative Securities Beneficiall Owned at End of Month (Instr. 4) | | 10. Ownership Fo of Derivative Direct (D) or (Instr. 4) | Security: | 11. | Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------|---|-------------------------------|--------------------|---------------------------------|--|--------------------|---|--|--------|--|---|------------|---|
| | Title | Amou Share | int or Number of | _ | | | | | | | | | |
| | | Share | | | | | | | | | | _ | |
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| Expla | nation of Responses: | : | | | | | | | | | | | |
| | entional misstatemen | ts or omissions of | facts constitute I | ederal C | rime Violations. | See 18 U.S. | C. 1001 and 15 | | /s/ . | Jeffrey Mallett | A | ugust | 10, 2001 |
| U.S.C | C. 78ff(a). | | | | | | | | | e of Reporting Person Chief Operating Officer | | E | Date |
| | File three copies of t ce is insufficient, see | | | nually si | igned. | | | | | | | | |
| ii spu | ce is insumerent, see | instruction o for | procedure. | | | | | | | | Page 2 of | 35 | |
| | | | | | information of | contained in | this form are | d to the collection of not required to respo valid OMB Number. | ond | | | | |
| | | | | UNITE | | | AND EXCHA 1, D.C. 20549 | NGE COMMISSION | I | | | | |
| | FORM | 4 | | | | 0 | 1, D.C. 20349 | | | OMB A | PPROVAL | | |
| to | eck this box if no lo Section 16. Form 4 bligations may cont Instruction 1(l | or Form 5 inue. <i>See</i> | | Filed p | oursuant to Secti | N BENE | FICIAL OV | WNERSHIP | | Expires: 1 | mber: 3235-0287 December 31, 2001 I average burden I nse 0.5 | 1 hours | |
| | (Print or Type Resp | oonses) | | Secti | | | v Holding Comj ment Company | pany Act of 1935 or Act of 1940 | | | | | |
| 1. | Name and Address Yahoo! Inc. | of Reporting Perso | on* | | ssuer Name and let2Phone, Inc. (| | ading Symbol | | 6. | Relationship of ReportingDirector | Person(s) to Issuer 10% Ov | | k all applicable) |
| | (Last) | (First) | (Middle) | 0 | R.S. Identificati f Reporting Pers ntity (Voluntary) | on, if an | | for Month/Year | | Officer (give title below) | Other (specify | belov | v) |
| | 701 First Avenue | | | | | | 07/2001 | | | | | | |
| | | (Street) | | | | | 5. If Amend Date of O | ment, riginal (Month/Year) | 7. | Individual or Joint/Group H (Check Applicable) Form filed by One Repo Form filed by More that | orting Person | | |
| | Sunnyvale, | California | 94089 | | | | | | | One Reporting Person | | | |
| | (City) | (State) | (Zip) | Table | I — Non-Deriv | vative Secur | ities Acquired | , Disposed of, or Ben | eficia | ally Owned | | | |
| 1. | Title of Security (Instr. 3) | | /Day/Year) (| `ransactio Code Instr. 8) | on 4. | or Dispo | es Acquired (A osed of (D) , 4 and 5) |) 5. | | Amount of 6. Securities Beneficially Owned at End of Month (Instr. 3 and 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7 | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Co | le | V | Amount | : (A) or (I | 0) Price | | | | | |
| Comr | non Stock | 7/2/01 | S | | | 540 | D | \$5.93 | | | | | |
| Comr | non Stock | 7/2/01 | S | | | 540 | D | \$5.90 | | | | | |
| Comr | non Stock | 7/2/01 | S | | | 1,620 | D | \$5.95 | | | | | |
| Comr | non Stock | 7/3/01 | S | | | 1,250 | D | \$5.50 | | | | | |
| | | | | | | | | | | | | | |

| Common Stock | 7/3/01 | S | | 1,250 | D | \$5.51 | | | | |
|--|---|-------------|--|--|--|--|-------|--|--|---|
| Common Stock | 7/3/01 | S | | 1,250 | D | \$5.54 | | | | |
| Reminder: Report on a se * If the form is filed by n | | | | directly or indir | ectly. | | | | | (Over) SEC 1474 (3-99) |
| | | | | | | | | | | Page 3 of 35 |
| | | | informatio | n contained in | this form a | oond to the collection of rre not required to resp valid OMB control nun | ond | | | |
| FORM | 4 | | UNITED STATES | SECURITIES A Washingtor | | IANGE COMMISSIO | N | OM | IB APPROVAL | |
| // Check this box if no l | | | CHANGES | STATEN | | F OWNERSHIP | | | B Number: 3235-0287 | |
| to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res | 4 or Form 5 ntinue. <i>See</i> (b). | | Filed pursuant to Section 17(a) of the section 17(b) of the section 17(b | ection 16(a) of t ne Public Utility | he Securitie 7 Holding C | s Exchange Act of 1934, ompany Act of 1935 or any Act of 1940 | , | Expi Estin | ires: December 31, 2001 mated average burden hor response 0.5 | ırs |
| | s of Reporting Perso | n* | 2. Issuer Name a | nd Ticker or Tra | ading Symbo | | 6 | Relationship of Repo | rting Person(s) to Issuer (C | neck all applicable) |
| Yahoo! Inc. | | | Net2Phone, In | | | | _ | _ Director | 10% Own | |
| (Last) 701 First Avenue | (First) | (Middle) | I.R.S. Identific of Reporting P entity (Volunta | erson, if an | 4. Staten | nent for Month/Year | | Officer (give title below) | Other (specify be | low) |
| | (Street) | | | | 5. If Am Date o | endment, f Original (Month/Year) | | . Individual or Joint/Gi (Check Applicable) Form filed by One | Reporting Person | |
| Sunnyvale, | California | 94089 | | | | | | Form filed by Mor One Reporting Per | | |
| (City) | (State) | (Zip) | Table I — Non-De | erivative Secur | ities Acqui | red, Disposed of, or Ber | nefic | ially Owned | | |
| 1. Title of Security (Instr. 3) | | Day/Year) (| Transaction Code (Instr. 8) | or Dispo | es Acquired osed of (D) , 4 and 5) | (A) 5 | 5. | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | Co | de V | Amount | : (A) o | r (D) Price | | | | |
| Common Stock | 7/3/01 | S | | 2,500 | D | \$5.55 | | | | |
| Common Stock | 7/3/01 | S | | 1,250 | D | \$5.57 | | | | |
| Common Stock | 7/3/01 | S | | 1,250 | D | \$5.58 | | | | |
| Common Stock | 7/3/01 | S | | 1,250 | D | \$5.62 | | | | |
| Common Stock | 7/5/01 | S | | 720 | D | \$5.04 | | | | |
| Common Stock | 7/5/01 | S | | 1,440 | D | \$5.06 | | | | |
| Reminder: Report on a se * If the form is filed by n | | | | directly or indir | ectly. | | | | | (Over) SEC 1474 (3-99) Page 4 of 35 |
| | | | informatio | n contained in | this form a | oond to the collection of the not required to resp valid OMB control nun | ond | | | |
| FORM | 4 | | UNITED STATES S | SECURITIES A Washingtor | | HANGE COMMISSIO | N | OM | IB APPROVAL | |
| // Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 | 4 or Form 5 Itinue. <i>See</i> | | Filed pursuant to Se | ection 16(a) of t | FICIAL | F OWNERSHIP s Exchange Act of 1934, ompany Act of 1935 or | , | Expi Estin | B Number: 3235-0287 ires: December 31, 2001 mated average burden hor response 0.5 | ırs |
| (Print or Type Res | sponses) | | | | | any Act of 1940 | | | | |
| 1. Name and Address Yahoo! Inc. | s of Reporting Perso | on* | 2. Issuer Name a Net2Phone, In | | ading Symbo | bl | 6. | Relationship of Repor_ Director | rting Person(s) to Issuer (Cl 10% Own | |
| (Last) 701 First Avenue | (First) | (Middle) | I.R.S. Identific of Reporting P entity (Volunta | erson, if an | 4. Staten | nent for Month/Year | | Officer (give title below) | Other (specify be | low) |

Sunnyvale,

(Street)

California

94089

5. If Amendment, Date of Original (Month/Year)

Individual or Joint/Group Filing (Check Applicable)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

| | (City) | (State) | (Zip) | | Fable I — N | lon-Deriva | tive Securitie | s Acquired, Dis | posed of, or I | Benefic | cially Owned | | | | |
|---------|--|--------------------------|---------------------------------|-----------|-----------------------------|--|--|--|---------------------------------|---------|--|--------------------------------|---|------|--|
| 1. | Title of Security (Instr. 3) | | nsaction Date onth/Day/Year) | Cod | e e r. 8) | 4. | Securities A or Disposed (Instr. 3, 4 a | | | 5. | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ed | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | | Amount | (A) or (D) | Price | I | | | | | |
| Comn | 10n Stock | 7/5/ | 01 | S | | | 1,440 | D | \$5.09 | | | | | | |
| Comn | 10n Stock | 7/5/ | 01 | S | | | 2,120 | D | \$5.10 | | | | | | |
| Comn | 10n Stock | 7/5/ | 01 | S | | | 1,440 | D | \$5.11 | | | | | | |
| Comn | non Stock | 7/5/ | 01 | S | | | 680 | D | \$5.12 | | | | | | |
| Comn | 10n Stock | 7/5/ | 01 | S | | | 720 | D | \$5.13 | | | | | | |
| Comn | 10n Stock | 7/5/ | 01 | S | | | 720 | D | \$5.15 | | | | | | |
| * If th | e form is filed by more | e than one re | porting person, | see Instr | F info | otential permation co | ntained in thi | re to respond to is form are not i rrently valid O | required to re | spond | | | | SE | EC 1474 (3-99 Page 5 of 3 |
| | FORM 4 | | | U | NITED STA | v | URITIES AN Vashington, D | | COMMISSI | ON | | OMB | APPROVAL | | |
| to S | eck this box if no lon Section 16. Form 4 or Digations may contin Instruction 1(b) (Print or Type Respon | Form 5 we. <i>See</i> | | F | iled pursuar Section 17(| IGES IN at to Section a) of the Pu | BENEFI 16(a) of the S blic Utility Ho | CIAL OWN Securities Excha olding Company nt Company Act | nge Act of 193 Act of 1935 c | | | Expires: Estimate | umber: 3235-0287 December 31, 2001 ed average burden ho onse 0.5 | urs | |
| 1. | Name and Address of Yahoo! Inc. | | Person* | : | | ame and Ti one, Inc. (N | cker or Tradin TOP) | ng Symbol | | 6 | . Relationship of I | Reporting | g Person(s) to Issuer (C. 10% Own | | ll applicable) |
| | (Last) 701 First Avenue | (First) |) (Midd | le) | of Repo | entificatior rting Persor 7oluntary) | | Statement for 07/2001 | Month/Year | | _Officer (give title belo | w) | Other (specify be | low) | |
| | (Sunnyvale, | Street) California | 94089 | | | | 5. | If Amendmen Date of Origin | | | . Individual or Joi (Check Applical Form filed by Form filed by One Reportin | ole) 7 One Rej 7 More th | porting Person an | | |
| | (City) | (State) | (Zip) | | Table I — N | lon-Deriva | tive Securitie | s Acquired, Dis | posed of, or I | Benefic | cially Owned | | | | |
| 1. | Title of Security (Instr. 3) | | nsaction Date onth/Day/Year) | Cod | e r. 8) | 4. | Securities A or Disposed (Instr. 3, 4 a | | | 5. | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ed | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | | Amount | (A) or (D) | Price | | | | | | |
| Comn | non Stock | 7/5/ | 01 | s | | | 720 | D | \$5.46 | | | | | | |
| Comn | on Stock | 7/6/ | 01 | S | | | 700 | D | \$5.05 | | | | | | |
| Comn | ion Stock | 7/6/ | 01 | S | | | 700 | D | \$5.07 | | | | | | |
| Comn | on Stock | 7/6/ | 01 | S | | | 700 | D | \$5.10 | | | | | | |
| Comn | 10n Stock | 7/6/ | 01 | s | | | 800 | D | \$5.11 | | | | | | |
| | non Stock | 7/6/ | 01 | S | | | 700 | D | \$5.12 | | | | | | |

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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).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

| 1. | Name and Address Yahoo! Inc. | of Reporting Perso | on* | 2. | | ne and Ticker o e, Inc. (NTOP) | r Tradir | ng Symbol | | 6. | Relationship of RepoDirector | orting | Person(s) to Issuer (C 10% Owr | | ll applicable) |
|-----|---|------------------------|-------------------------|------------------------------|-------------|--|----------|------------------------------------|------------------------|-------|---|-------------------|--|-------|--|
| | (Last) 701 First Avenue | (First) | (Middle | e) 3. | | ng Person, if an | er 4. | Statement for 07/2001 | Month/Year | | _Officer (give title below) | | _Other (specify b | elow) | |
| | Sunnyvale, | (Street) California | 94089 | | | | 5. | If Amendmen Date of Origir | t, nal (Month/Year) | 7. | Individual or Joint/G (Check Applicable) Form filed by On Form filed by Mo One Reporting Pe | e Rep ore that | orting Person | | |
| | (City) | (State) | (Zip) | Ta | ble I — Noi | 1-Derivative Se | curitie | s Acquired, Dis | posed of, or Ben | efici | ally Owned | | | | |
| 1. | Title of Security (Instr. 3) | | tion Date 'Day/Year) | 3. Transa Code (Instr. | | or D | | Acquired (A) l of (D) and 5) | S | | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | Ame | ount | (A) or (D) | Price | | | | | | |
| Com | mon Stock | 7/6/01 | | S | | 70 | 0 | D | \$5.15 | | | | | | |
| Com | non Stock | 7/6/01 | | S | | 1,50 | 0 | D | \$5.17 | | | | | | |
| Com | non Stock | 7/6/01 | | S | | 70 | 0 | D | \$5.21 | | | | | | |
| Com | mon Stock | 7/6/01 | | S | | 70 | 0 | D | \$5.23 | | | | | | |
| Com | mon Stock | 7/6/01 | | S | | 70 | 0 | D | \$5.25 | | | | | | |
| Com | non Stock | 7/6/01 | | S | | 70 | 0 | D | \$5.26 | | | | | | |
| | nder: Report on a se ne form is filed by m | | | | | | ndirectl | y. | | | | | | SI | (Over EC 1474 (3-99 |
| | | | | | | | | | | | | | | | Page 7 of 35 |

| | FORM | 4 | | UNIT | ED STAT | ES SECURITIES Washingto | on, E | D.C. 20549 | COMMISSION | I | ON | /IB / | APPROVAL | | |
|-----|---|--------------------------------------|----------------------------|---------------------------------|--------------------------|--|-------------|---|------------------------------------|------|--|-----------------|---|-------|--|
| t | Check this box if no lo o Section 16. Form 4 obligations may cont Instruction 1(l (Print or Type Resp | or Form 5 inue. <i>See</i> 5). | | Filed | pursuant t tion 17(a) | STATE GES IN BENE to Section 16(a) of of the Public Utili n 30(f) of the Inves | the ty H | CIAL OWN Securities Exchar olding Company | nge Act of 1934, Act of 1935 or | | Exp Esti | ires: mate | ımber: 3235-0287 December 31, 2001 ed average burden ho onse 0.5 | urs | |
| 1. | Name and Address Yahoo! Inc. | of Reporting Per | son* | | | ne and Ticker or T e, Inc. (NTOP) | radi | ng Symbol | | 6 | . Relationship of RepoDirector | orting | Person(s) to Issuer (C 10% Own | | ll applicable) |
| | (Last) 701 First Avenue | (First) | (Middl | <i>`</i> | | ntification Number ng Person, if an luntary) | 4 | . Statement for 1 07/2001 | Month/Year | | Officer (give title below) | | _Other (specify be | elow) | |
| | Sunnyvale, | (Street) California | 94089 | | | | 5 | . If Amendment Date of Origin | :, al (Month/Year) | 7. | Individual or Joint/G (Check Applicable) Form filed by On Form filed by Mo One Reporting Pe | e Rep re tha | oorting Person | | |
| | (City) | (State) | (Zip) | Tab | le I — No | n-Derivative Secu | ritie | es Acquired, Dis | posed of, or Ben | efic | ially Owned | | | | |
| 1. | Title of Security (Instr. 3) | | action Date h/Day/Year) | 3. Transac Code (Instr. 8 | | | ose | Acquired (A) d of (D) and 5) | 5 | | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | Amou | nt | (A) or (D) | Price | | | | | | |
| Con | nmon Stock | 7/6/01 | | S | | 1,400 | | D | \$5.31 | | | | | | |
| Con | nmon Stock | 7/9/01 | | s | | 720 | | D | \$4.90 | | | | | | |

| Common Stock | 7/9/01 | S | 680 | D | \$4.93 | |
|--------------|--------|---|-------|---|--------|--|
| Common Stock | 7/9/01 | S | 720 | D | \$4.94 | |
| Common Stock | 7/9/01 | S | 720 | D | \$4.96 | |
| Common Stock | 7/9/01 | S | 1,440 | D | \$5.00 | |

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| TODIC | | | U | NITED STAT | | URITIES AN Vashington, I | | COMMISSION | Ī | | | | |
|--|--------------------------------------|----------------------|------|--|---|---|--|--|-------|--|--------------------------------|--|--|
| FORM 4 | L | | | | | TATEME | | | | | OMB | APPROVAL | |
| / Check this box if no lor to Section 16. Form 4 o obligations may contin Instruction 1(b | or Form 5 nue. <i>See</i> | | F | Filed pursuant f | GES IN | BENEFI 16(a) of the | CIAL OWN Securities Excha | nge Act of 1934, | | | Expires: Estimate | umber: 3235-0287 : December 31, 2001 ed average burden hours onse 0.5 | |
| (Print or Type Respo | onses) | | | | | | ent Company Act | | | | | | |
| . Name and Address o Yahoo! Inc. | f Reporting Person | n* | : | 2. Issuer Nar Net2Phone | | | ing Symbol | | 6. | . Relationship of Director | Reporting | g Person(s) to Issuer (Check 10% Owner | all applicable |
| (Last) | (First) | (Middle | e) : | I.R.S. Ider of Reporti entity (Vol | ng Person | | Statement for | Month/Year | | Officer (give title belo | ow) | Other (specify below) | I |
| 701 First Avenue | | | | | | | 07/2001 | | | | | | |
| Sunnyvale, | (Street) California | 94089 | | | | 5 | . If Amendment Original (Mon | | 7. | Individual or Jo (Check Applica Form filed b Form filed b One Reporti | ble) y One Rep y More th | porting Person an | |
| (City) | (State) | (Zip) | , | Table I — No | n-Deriva | ive Securiti | es Acquired. Dis | posed of, or Bend | efici | ially Owned | | | |
| . Title of Security (Instr. 3) | 2. Transacti (Month/I | on Date Day/Year) | Cod | nsactione le tr. 8) | 4. | Securities or Dispose (Instr. 3, 4 | | 5. | | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ned | Ownership Form: 7. Direct (D) or Indirect (I) (Instr. 4) | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | v | | Amount | (A) or (D) | Price | | | | | |
| Common Stock | 7/9/01 | | S | | | 2,160 | D | \$5.01 | | | | | |
| Common Stock | 7/9/01 | | S | | | 720 | D | \$5.05 | | | | | |
| Common Stock | 7/9/01 | | S | | | 1,440 | D | \$5.07 | | | | | |
| Common Stock | 7/9/01 | | S | | | 720 | D | \$5.10 | | | | | |
| Common Stock | 7/9/01 | | S | | | 680 | D | \$5.18 | | | | | |
| Common Stock | 7/10/01 | | S | | | 1,400 | D | \$4.83 | | | | | |
| Reminder: Report on a sepa If the form is filed by mor | | | | uction 4(b)(v) Pot inform | ential pe | rsons who a ntained in th | re to respond to is form are not 1 | the collection of required to respo VIB control numl | | | | | (Ovi SEC 1474 (3-9 Page 9 of |
| | | | UI | NITED STAT | W | ashington, I | D.C. 20549 | COMMISSION | [| | OMB | APPROVAL | |
| FORM 4 | nger subject | | | CHANC | | TATEMI BENEFI | CIAL OWN | ERSHIP | | | Expires: | umber: 3235-0287 : December 31, 2001 ed average burden hours | |
| | or Form 5 nue. <i>See</i>). | | | Section 17(a) | of the Pu | olic Utility H | Securities Excha folding Company ent Company Act | Act of 1935 or | | | per resp | onse 0.5 | |
| / Check this box if no lor to Section 16. Form 4 o obligations may conti Instruction 1(b | r Form 5 nue. See). onses) | 1* | | Section 17(a) | of the Pu n 30(f) of ne and Ti | blic Utility H the Investme cker or Tradi | olding Company ent Company Act | Act of 1935 or | 6. | . Relationship of Director | | onse 0.5 g Person(s) to Issuer (Check 10% Owner | all applicable |

5. If Amendment, Date of Original (Month/Year) 7. Individual or Joint/Group Filing (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person

| (Instr. 3) (Month/Day/Year) Code (Instr. 8) or Disposed of (D) Securities Direct (D) or Indirect (Instr. 8) (Instr. 3, 4 and 5) Beneficially Owned Indirect (I) Beneficially Owned at End of Month (Instr. 4) Owned | | | | | | | | | - | - | | - | | | |
|---|-----|-----------|----|---------|------|---|----|-------------|------------|--------|----|---|-------------------------------|----|--|
| Common Stock 7/10/01 S 1,400 D \$4.94 Common Stock 7/10/01 S 2,160 D \$4.96 Common Stock 7/10/01 S 720 D \$4.99 Common Stock 7/10/01 S 720 D \$4.99 Common Stock 7/10/01 S 720 D \$5.00 Common Stock 7/10/01 S 720 D \$5.00 | 1. | | 2. | | Code | | 4. | or Disposed | l of (D) | | 5. | Securities Beneficially Owned at End of Month | Direct (D) or Indirect (I) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock 7/10/01 S 2,160 D \$4.96 Common Stock 7/10/01 S 720 D \$4.99 Common Stock 7/10/01 S 720 D \$5.00 Common Stock 7/10/01 S 720 D \$5.01 | | | | | Code | V | | Amount | (A) or (D) | Price | - | | | | |
| Common Stock 7/10/01 S 720 D \$4.99 Common Stock 7/10/01 S 720 D \$5.00 Common Stock 7/10/01 S 720 D \$5.00 | Com | mon Stock | | 7/10/01 | S | | | 1,400 | D | \$4.94 | | | | | |
| Common Stock 7/10/01 S 720 D \$5.00 Common Stock 7/10/01 S 720 D \$5.01 | Com | mon Stock | | 7/10/01 | S | | | 2,160 | D | \$4.96 | | | | | |
| Common Stock 7/10/01 S 720 D \$5.01 | Com | mon Stock | | 7/10/01 | S | | | 720 | D | \$4.99 | | | | | |
| | Com | mon Stock | | 7/10/01 | S | | | 720 | D | \$5.00 | | | | | |
| Common Stock 7/10/01 S 1,440 D \$5.04 | Com | mon Stock | | 7/10/01 | S | | | 720 | D | \$5.01 | | | | | |
| | Com | mon Stock | | 7/10/01 | S | | | 1,440 | D | \$5.04 | | | | | |

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).

(Over) SEC 1474 (3-99)

Page 10 of 35

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

| FORM | 4 | U | NITED STATES | Washington | AND EXCHANGE 1, D.C. 20549 IENT OF | COMMISSION | N | | OMB | APPROVAL | | |
|--|---|--|--|---|---|--|--------|---|---------------------|--|--------|--|
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1(| l or Form 5 htinue. <i>See</i> | F | | ES IN BENEI | FICIAL OWN | | | | Expires: Estimat | umber: 3235-0287 : December 31, 2001 ed average burden h onse 0.5 | | |
| (Print or Type Res | | | Section 17(a) of | the Public Utility | Holding Company nent Company Act | Act of 1935 or | | | perresp | | | |
| . Name and Address Yahoo! Inc. | s of Reporting Person* | : | Issuer Name Net2Phone, | and Ticker or Tra Inc. (NTOP) | ding Symbol | | 6. | Relationship of F _ Director | Reporting | g Person(s) to Issuer (10% Ow | | all applicable) |
| (Last) | (First) (Mie | ldle) | | Person, if an | 4. Statement for | Month/Year | | _Officer (give title below | w) | Other (specify) | below) | |
| 701 First Avenue | | | | | 07/2001 | | | | | | | |
| | (Street) | | | | 5. If Amendmen Date of Origin | , al (Month/Year) | 7. | Individual or Joir (Check Applicab Form filed by Form filed by | le) One Re | porting Person | | |
| | | | | | | | | | | | | |
| Sunnyvale, | California 94089 | | | | | | | One Reportin | | | | |
| Sunnyvale, (City) | California 94089 (State) (Zip) | | Table I — Non- | Derivative Securi | ities Acquired, Dis | posed of, or Ben | eficia | One Reportin | | | | |
| <u> </u> | | 3. Trar) Cod | nsaction | 4. Securitie | es Acquired (A) used of (D) | posed of, or Ben 5 | | One Reportin | g Person 6. | | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| (City) . Title of Security | (State) (Zip) 2. Transaction Date | 3. Trar) Cod | nsaction le | 4. Securitie or Dispo | es Acquired (A) seed of (D) 4 and 5) | • · · | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) . Title of Security | (State) (Zip) 2. Transaction Date | 3. Trar Cod (Ins | nsaction le tr. 8) | 4. Securitie or Dispo (Instr. 3, | es Acquired (A) seed of (D) 4 and 5) | 5 | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) . Title of Security (Instr. 3) | (State) (Zip) 2. Transaction Date (Month/Day/Year) | 3. Trar Cod (Ins: Code | nsaction le tr. 8) | Securitie or Dispo (Instr. 3, Amount | es Acquired (A) seed of (D) 4 and 5) (A) or (D) | 5 Price | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownershij |
| (City) . Title of Security (Instr. 3) | (State) (Zip) 2. Transaction Date (Month/Day/Year) 7/10/01 | 3. Trar Cod (Ins: Code S | nsaction le tr. 8) | 4. Securitie or Dispo (Instr. 3, Amount 720 | es Acquired (A) seed of (D) 4 and 5) (A) or (D) D | 5 Price \$5.05 | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) . Title of Security (Instr. 3) Common Stock | (State) (Zip) 2. Transaction Date (Month/Day/Year) 7/10/01 7/10/01 | 3. Trar Cod (Ins Code S S | nsaction le tr. 8) | 4. Securitie or Dispo (Instr. 3, Amount 720 720 | es Acquired (A) seed of (D) 4 and 5) (A) or (D) D D | 5 Price \$5.05 \$5.13 | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownershij |
| (City) . Title of Security (Instr. 3) Common Stock Common Stock | (State) (Zip) 2. Transaction Date (Month/Day/Year) 7/10/01 7/10/01 7/11/01 | 3. Trar Cod (Ins Code S S S S | nsaction le tr. 8) | 4. Securitie or Dispo (Instr. 3, Amount 720 720 720 | es Acquired (A) seed of (D) 4 and 5) (A) or (D) D D D | 5 Price \$5.05 \$5.13 \$4.45 | | One Reportin | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficia Ownershi |

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).

| FORM 4 | 4 | | UN | NTED STA | TES SECURITIES Washingto STATE | on, I |).C | 20549 | COMMISSION | | | OMB | APPROVAL | | |
|--|------------------------|--------------------------|--------------------------|--------------|---|-------|------------|--------------------------------|----------------------|-------|--|--------------------------------|--|-----|---|
| / Check this box if no lo to Section 16. Form 4 o | or Form 5 | | | CHAN | GES IN BENI | | | | ERSHIP | | | Expires | umber: 3235-0287 : December 31, 2001 | | |
| obligations may conti Instruction 1(b (Print or Type Respo |)). | | | Section 17(a | t to Section 16(a) of) of the Public Utili on 30(f) of the Inves | ty H | old | ling Company | Act of 1935 or | | | | ed average burden hou onse 0.5 | rs | |
| . Name and Address o Yahoo! Inc. | of Reporting Perso | on* | 2 | | ame and Ticker or T ne, Inc. (NTOP) | radi | ng | Symbol | | 6. | Relationship of Director | Reporting | g Person(s) to Issuer (Ch 10% Owne | | all applicable |
| (Last) | (First) | (Middle) |) 3 | of Repor | entification Number ting Person, if an oluntary) | 4 | | | Month/Year | | Officer (give title belo | w) | Other (specify bel | ow) | |
| 701 First Avenue | | | | | | | | 07/2001 | | | | | | | |
| Sunnyvale, | (Street) California | 94089 | | | | 5 | | If Amendment Date of Origin | , al (Month/Year) | 7. | Individual or Joi (Check Applical Form filed by Form filed by One Reportin | ole) 7 One Rej 7 More th | porting Person an | | |
| (City) | (State) | (Zip) | 1 | Table I — N | on-Derivative Secu | riti | es / | Acquired, Dis | posed of, or Bene | efici | ially Owned | | | | |
| . Title of Security (Instr. 3) | | tion Date (Day/Year) | 3. Tran Code (Inst | | 4. Securi or Disj (Instr. | pose | d o | | 5. | | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ed | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownershi (Instr. 4) |
| | | | Code | v | Amou | nt | | (A) or (D) | Price | | | | | | |
| Common Stock | 7/11/01 | 5 | S | | 720 | | | D | \$4.55 | | | | | | |
| Common Stock | 7/11/01 | 5 | s | | 1,440 | | | D | \$4.57 | | | | | | |
| Common Stock | 7/11/01 | 5 | s | | 720 | | | D | \$4.58 | | | | | | |
| Common Stock | 7/11/01 | 5 | S | | 720 | | | D | \$4.60 | | | | | | |
| Common Stock | 7/11/01 | 5 | s | | 720 | | | D | \$4.70 | | | | | | |
| Common Stock | 7/11/01 | 5 | S | | 720 | | | D | \$4.76 | | | | | | |
| Reminder: Report on a sepa f the form is filed by mo | | | | | | lirec | tly. | | | | | | | S | (Ove EC 1474 (3-9 |
| - | - | | | | | | | | | | | | | | Page 12 of 3 |

| _ | FORM 4 | L | | UN | NITED ST | | URITIES Washingto | | D EXCHANGE COMMISSIO D.C. 20549 | N | | ON | 1B . | APPROVAL | | |
|----|--|------------------------------------|-----------------------------|--------------------------|-------------------------|---|----------------------------------|---------------------|--|-------|--|-----------------------|----------------|---|-------|--|
| t | Check this box if no loo o Section 16. Form 4 o obligations may conti Instruction 1(b (Print or Type Respo | or Form 5 nue. <i>See</i>). | | | iled pursu Section 1 | ANGES IN ant to Sectio 7(a) of the Pr | n 16(a) of tublic Utility | FI the S y Ho | ENT OF CIAL OWNERSHIP Securities Exchange Act of 1934 olding Company Act of 1935 or nt Company Act of 1940 | , | | Exp Esti | ires: mate | umber: 3235-0287 December 31, 2001 ed average burden he onse 0.5 | ours | |
| 1. | Name and Address o Yahoo! Inc. | f Reporting Pe | rson* | 2 | | Name and T hone, Inc. (N | | adir | ng Symbol | 6 | . Relationship of I Director | Repo | orting | g Person(s) to Issuer (C 10% Own | | ll applicable) |
| | (Last) 701 First Avenue | (First) | (Midd | le) 3 | of Rep | Identificatio oorting Perso (Voluntary) | | 4. | Statement for Month/Year 07/2001 | - | Officer (give title belo | w) | | Other (specify b | elow) | |
| | Sunnyvale, | (Street) California | 94089 | | | | | 5. | If Amendment, Date of Original (Month/Year) | | Individual or Joi (Check Applicat Form filed by Form filed by One Reportin | ole) 7 One 7 Mo | e Rep re th | porting Person an | | |
| | (City) | (State) | (Zip) | 1 | Table I — | · Non-Deriva | ative Secu | ritie | s Acquired, Disposed of, or Be | nefic | ially Owned | | | | | |
| 1. | Title of Security (Instr. 3) | | action Date th/Day/Year) | 3. Tran Code (Inst | e | 4. | Securiti or Disp (Instr. 3 | osec | d of (D) | 5. | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | ed | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | | Amoun | t | (A) or (D) Price | | | | | | | |

| Common Stock | 7/11/01 | S | 720 | D | \$4.79 | |
|--------------|---------|---|-------|---|--------|--|
| Common Stock | 7/11/01 | S | 1,440 | D | \$4.80 | |
| Common Stock | 7/12/01 | S | 720 | D | \$4.50 | |
| Common Stock | 7/12/01 | S | 720 | D | \$4.55 | |
| Common Stock | 7/12/01 | S | 720 | D | \$4.56 | |
| Common Stock | 7/12/01 | S | 720 | D | \$4.57 | |

(Over) SEC 1474 (3-99)

Page 13 of 35

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

| | FORM 4 | | | UNIT | ED S | STATES S | W | RITIES AND ashington, D.C TATEMEN | 2. 20 | 549 | COMMISS | ION | | | 0 | MB | APPRO | OVAL | | |
|------------|---|--------------------------|-----------------------|---------------------------------|--------|----------------------------|--------------------------|---|----------------------|--------------------------------------|------------------------------|----------|--|---------------------|---------------------------------|-------------------------------|---|---|-------|--|
| to S ob | eck this box if no long ection 16. Form 4 or ligations may contin Instruction 1(b). (Print or Type Respor | Form 5 ue. <i>See</i> | | File | l purs | suant to Se 17(a) of th | S IN ection he Pub | 16(a) of the Se blic Utility Hold | IAI curit ling | L OWN ies Excha Company | nge Act of 19 Act of 1935 | | | | E: Es | xpires: stimate | Decemb | 3235-0287 per 31, 2001 ge burden 1).5 | | |
| L. I | Name and Address of Yahoo! Inc. | Reporting Perso | 1* | | 2. | | | nd Ticker or Ti ic. (NTOP) | adin | g Symbol | | | (| â | Relation pplicab _ Direct | le) | Reportir | ng Person(s 10% | · | er (Check all |
| | (Last) 701 First Avenue | (First) | (1 | Middle) | 3. | I.R.S. Id | lentifio 1g Pers | cation Number son, if an entity | | 4. Staten 07/20 | | h/Year | | - | Office (give t | er | ow) | Other | | r) |
| S | Sunnyvale, | (Street) California | 9408 | 9 | | | | | · | 5. If Am Date o | endment, f Original (N | 1onth/Y | | | Check / Form Form | Applica filed b filed b | | eporting P han | erson | |
| (| (City) | (State) | (Zip) | | Ta | ble I — N | on-De | erivative Secu | rities | Acquire | d, Disposed | of, or B | eneficiall | y Ov | wned | | | | | |
| | Title of Security (Instr. 3) | 2. Transact (Month/I | ion Date Day/Year) | 3. Transac Code (Instr. 8 | | | 4. | Securities Ac or Disposed c (Instr. 3, 4 an | of (D | | | 5. | Amount Securitie Benefici at End o (Instr. 3 | es ially f Mo | onth | 6. | Owner Direct Indirec (Instr. 4 | t (Í) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | | | Amount | (A) | or (D) | Price | - | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 1,360 | D | | \$4.70 | | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 720 | D | | \$4.71 | | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 720 | D | | \$4.74 | | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 720 | D | | \$4.75 | | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 720 | D | | \$4.78 | | | | | | | | | |
| Comm | on Stock | 7/12/01 | | S | | | | 1,440 | D | | \$4.80 | | | | | | | | | |
| | der: Report on a separ form is filed by more | | | | | | direct | ly or indirectly. | | | | | | | | | | | s | (Ove EC 1474 (3-9 |
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information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

FORM 4

// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

Name and Address of Reporting Person* 1 Yahoo! Inc.

2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOP)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ______Director ______10% Owner

| | (Last) 701 First Avenue | (First) | (Middle) | of | | fication Numb 9 Person, if an 1tary) | er 4. | . Statement for M 07/2001 | Month/Year | | Officer (give title below) | | Other (specify bel | ow) | |
|-----|--|---------------------------|----------|--------------------------------|-----------|--|--------|--|------------------|------|---|----------------|--|-----|--|
| | Sunnyvale, | (Street) California | 94089 | | | | 5 | | al (Month/Year) | 7. | Individual or Joint/Gr (Check Applicable) Form filed by One Form filed by Mor One Reporting Per | Repo e that | orting Person | | |
| | (City) | (State) | (Zip) | Table | I — Non-I | Derivative Sec | uritie | es Acquired, Disp | oosed of, or Ben | efic | ially Owned | | | | |
| 1. | Title of Security (Instr. 3) | 2. Transactic (Month/D | | 3. Transa Code (Instr. 3 | | or l | Dispos | s Acquired (A) sed of (D) 4 and 5) | | 5. | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | An | ount | (A) or (D) | Price | | | | | | |
| Com | mon Stock | 7/12/01 | | S | | 7. | 20 | D | \$4.81 | | | | | | |
| Com | mon Stock | 7/12/01 | | S | | 7 | 20 | D | \$4.87 | | | | | | |
| Com | mon Stock | 7/13/01 | | S | | 7 | 20 | D | \$4.67 | | | | | | |
| Com | mon Stock | 7/13/01 | | S | | 1,7 | 50 | D | \$4.70 | | | | | | |
| Com | mon Stock | 7/13/01 | | S | | 1,4 | 40 | D | \$4.75 | | | | | | |
| Com | mon Stock | 7/13/01 | | S | | 1,7 | 50 | D | \$4.76 | | | | | | |
| | inder: Report on a se he form is filed by n | | | | | d directly or in | direct | ly. | | | | | | SEC | (Over) C 1474 (3-99) |

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

| | FORM 4 | 1 | | UN | ITED STATI | 5 | on, E | D.C. 20549 | COMMISSIO | N | | OME | APPROVAL | | |
|-------------------|---|---|--------|---------------------------------------|---------------|---|--------------|---|---------------------------------------|-------|--|---------------------------|--|--------|--|
| t | Check this box if no lor to Section 16. Form 4 o obligations may contin | or Form 5 | | | CHANG | STATE SES IN BENH | | - | ERSHIP | | | Expire | Number: 3235-0287 s: December 31, 2001 ited average burden h | | |
| | (Print or Type Respo |). | | | Section 17(a) | o Section 16(a) of of the Public Utili a 30(f) of the Inves | ty H | olding Company | Act of 1935 or | , | | | ponse 0.5 | | |
| 1. | Name and Address or Yahoo! Inc. | f Reporting Persor | 1* | 2. | | ne and Ticker or T e, Inc. (NTOP) | radiı | ng Symbol | | 6 | . Relationship of Director | Reporti | ng Person(s) to Issuer (10% Ow | | all applicable) |
| | (Last) 701 First Avenue | (First) | (Middl | e) 3. | | tification Number ng Person, if an untary) | 4 | . Statement for M 07/2001 | Month/Year | - | _Officer (give title belo | w) | Other (specify) | below) | |
| | Sunnyvale, | (Street) California | 94089 | | | | 5 | . If Amendment, Date of Origina | , al (Month/Year) | | Individual or Jo (Check Applica Form filed b Form filed b One Reporti | ble) y One R y More | eporting Person than | | |
| | (City) | (State) | (Zip) | Т | able I — Nor | 1-Derivative Secu | ritie | es Acquired, Dist | oosed of, or Be | nefic | cially Owned | | | | |
| 1. | · · · · · · · · · · · · · · · · · · · | | | | | | | | , , , , , , , , , , , , , , , , , , , | icite | 5 | | | | |
| | Title of Security (Instr. 3) | 2. Transacti (Month/I | | 3. Trans Code (Instr | | | pose | Acquired (A) d of (D) and 5) | | 5. | Amount of Securities Beneficially Owr at End of Month (Instr. 3 and 4) | 6. Ied | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | | or Dis | oose 3, 4 | d of (D) | | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| | | | | Code (Instr | : 8) | or Disj (Instr. | oose 3, 4 | d of (D) and 5) | | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| Con | (Instr. 3) | (Month/I | | Code (Instr | : 8) | or Disj (Instr. Amoun | oose 3, 4 | d of (D) and 5) (A) or (D) | Price | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| Con | (Instr. 3) | (Month/T 7/13/01 | | Code (Instr Code S | : 8) | or Disj (Instr. Amou 720 | oose 3, 4 | d of (D) and 5) (A) or (D) D | Price \$4.79 | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| Con Con Con | (Instr. 3) | (Month/T 7/13/01 7/13/01 | | Code (Instr Code S S | : 8) | or Disj (Instr. Amou 720 1,440 | oose 3, 4 | d of (D) and 5) (A) or (D) D D | Price \$4.79 \$4.80 | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| Con Con Con | (Instr. 3) nmon Stock nmon Stock | (Month/T 7/13/01 7/13/01 7/13/01 | | Code (Instr Code S S S | : 8) | or Disj (Instr. 720 1,440 1,440 | oose 3, 4 | d of (D) and 5) (A) or (D) D D D | Price \$4.79 \$4.80 \$4.82 | | Securities Beneficially Own at End of Month | | Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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| FORM | 4 | | UN | ITED STATES SE | Washington, 1 | D.C. 20549 | COMMISSION | 1 | | OMB | APPROVAL | |
|---|---|----------------------------|----------------------------|--|---|--|---|--------|--|--|--|--|
| // Check this box if no lo to Section 16. Form 4 obligations may con Instruction 1((Print or Type Res) | l or Form 5 itinue. <i>See</i> (b). | | Fil S | CHANGES I ed pursuant to Secti ection 17(a) of the Section 30(f) | on 16(a) of the Public Utility F | CIAL OWN | nge Act of 1934, Act of 1935 or | | | Expires: Estimate | umber: 3235-0287 December 31, 2001 ed average burden hours onse 0.5 | |
| 1. Name and Address | of Reporting Person* | | 2. | Issuer Name and | | ng Symbol | | 6. | Relationship of Director | Reporting | Person(s) to Issuer (Check | all applicable) |
| Yahoo! Inc. (Last) | (First) | (Middle) | 3 | Net2Phone, Inc. (I.R.S. Identificati | | Statement for 1 | Month/Year | | _ Director | | _ 10% Owner Other | |
| 701 First Avenue | () | () | | of Reporting Pers entity (Voluntary | on, if an | 07/2001 | | | (give title belo | w) | (specify below) | |
| | (Street) | | _ | | 5 | 5. If Amendment Date of Origin | , al (Month/Year) | 7. | Individual or Jo (Check Applica) Form filed by | ble) y One Rep | oorting Person | |
| Sunnyvale, | California 9 | 94089 | | | | | | | Form filed by One Reportin | | an | |
| (City) | (State) (| (Zip) | Та | able I — Non-Deri | vative Securiti | es Acquired, Disj | posed of, or Bene | eficia | ally Owned | | | |
| . Title of Security (Instr. 3) | 2. Transaction (Month/Day | | . Trans Code (Instr. | | Securities or Dispose (Instr. 3, 4 | | 5. | | Amount of Securities Beneficially Owr at End of Month (Instr. 3 and 4) | 6. led | Ownership Form: 7. Direct (D) or Indirect (I) (Instr. 4) | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | C | ode | V | Amount | (A) or (D) | Price | | | | | |
| ommon Stock | 7/16/01 | S | | | 2,080 | D | \$4.41 | | | | | |
| ommon Stock | 7/16/01 | S | | | 720 | D | \$4.44 | | | | | |
| Common Stock | 7/16/01 | S | | | 1,440 | D | \$4.47 | | | | | |
| Common Stock | 7/16/01 | S | | | 1,440 | D | \$4.66 | | | | | |
| Common Stock | 7/16/01 | S | | | 720 | D | \$4.77 | | | | | |
| Common Stock | 7/16/01 | S | | | 720 | D | \$4.85 | | | | | |
| Reminder: Report on a se If the form is filed by m | | | | ction 4(b)(v). Potential information o | persons who a contained in th | tly. re to respond to iis form are not r ırrently valid OM | equired to respo | | | | S | (Ova EC 1474 (3-9 Page 17 of |
| | | | UN | ITED STATES SE | CURITIES AN | D EXCHANGE | COMMISSION | [| | | | |
| | | | | | Washington, | D.C. 20549 | | | | OMB | APPROVAL | |
| FORM | 4 | | | | STATEN/ | NT OF | | | | | | |
| // Check this box if no h to Section 16. Form 4 obligations may con Instruction 1(| longer subject l or Form 5 tinue. <i>See</i> (b). | | | CHANGES I ed pursuant to Secti ection 17(a) of the Section 30(f) | on 16(a) of the Public Utility F | CIAL OWN Securities Exchan | nge Act of 1934, Act of 1935 or | | | Expires: Estimate | umber: 3235-0287 December 31, 2001 d average burden hours onse 0.5 | |
| / Check this box if no li to Section 16. Form 4 obligations may con Instruction 1((Print or Type Resp | longer subject l or Form 5 tinue. <i>See</i> (b). | | s | ed pursuant to Secti ection 17(a) of the 1 | N BENEF on 16(a) of the Public Utility F of the Investme Ticker or Tradi | CIAL OWN Securities Exchan Iolding Company ent Company Act | nge Act of 1934, Act of 1935 or | 6. | Relationship of Director | Expires: Estimate per resp | December 31, 2001 ed average burden hours | all applicable |
| / Check this box if no la to Section 16. Form 4 obligations may com Instruction 1((Print or Type Res) . Name and Address | longer subject l or Form 5 titnue. <i>See</i> (b). ponses) | (Middle) | 2. | ed pursuant to Secti ection 17(a) of the Section 30(f) Issuer Name and | N BENEFI on 16(a) of the Public Utility F of the Investme Ticker or Tradi Ticker or Tradi Ticker on Tradi on Number 4 on, if an | Securities Exchai folding Company ent Company Act | nge Act of 1934, Act of 1935 or of 1940 | 6. | | Expires: Estimate per respo | December 31, 2001 ed average burden hours onse 0.5 | all applicable |
| // Check this box if no lito Section 16. Form 4 obligations may con Instruction 1((Print or Type Resplay) Name and Address Yahoo! Inc. (Last) 701 First Avenue | onger subject to r Form 5 titnue. See (b). ponses) of Reporting Person* (First) (Street) | | 2. | ed pursuant to Secti ection 17(a) of the Section 30(f) Issuer Name and Net2Phone, Inc. (I.R.S. Identificati of Reporting Pers | N BENEFI on 16(a) of the Public Utility F of the Investme Ticker or Tradi NTOP) on Number on, if an | Securities Exchai folding Company ent Company Act ng Symbol 5. Statement for 1 07/2001 5. If Amendment | nge Act of 1934, Act of 1935 or of 1940 Month/Year | | _ Director _ Officer (give title below Individual or Jo (Check Applica _ Form filed by _ Form filed by | Expires: Estimate per resp Reporting ww) int/Group ble) y One Rep y More tha | December 31, 2001 ed average burden hours onse 0.5 Person(s) to Issuer (Check | all applicable) |
| Check this box if no lit to Section 16. Form 4 obligations may com Instruction 1((Print or Type Respondent) Name and Address Yahoo! Inc. (Last) | onger subject to r Form 5 titnue. See (b). ponses) of Reporting Person* (First) (Street) California | (Middle) 94089 (Zip) | 2. | ed pursuant to Secti ection 17(a) of the Section 30(f) Issuer Name and Net2Phone, Inc. (I.R.S. Identificati of Reporting Pers | N BENEFI on 16(a) of the Public Utility F of the Investme Ticker or Tradi NTOP) on Number on, if an | Securities Exchai folding Company ent Company Act ng Symbol 5. Statement for 1 07/2001 5. If Amendment | nge Act of 1934, Act of 1935 or of 1940 Month/Year | | Director Officer (give title belo | Expires: Estimate per resp Reporting ww) int/Group ble) y One Rep y More tha | December 31, 2001 ed average burden hours onse 0.5 Person(s) to Issuer (Check | all applicable |

| | | (Instr. | 8) | (Instr. 3, 4 | and 5) | | Beneficially Owned at End of Month (Instr. 3 and 4) | Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|--------------|---------|---------|----------|--------------|------------|--------|---|----------------------------|---------------------------------------|
| | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 7/16/01 | S | | 720 | D | \$4.86 | | | |
| Common Stock | 7/16/01 | S | | 720 | D | \$4.90 | | | |
| Common Stock | 7/17/01 | S | | 1,440 | D | \$4.34 | | | |
| Common Stock | 7/17/01 | S | | 2,130 | D | \$4.35 | | | |
| Common Stock | 7/17/01 | S | | 720 | D | \$4.36 | | | |
| Common Stock | 7/17/01 | S | | 720 | D | \$4.37 | | | |
| | | | <i>a</i> | | | | | | |

(Over) SEC 1474 (3-99)

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

| FORM 4 | 4 | | UNITE | JJIAH | | shington, 1 | | | HANGE COMMISS 49 | 5101 | • | | 0 | MB APPROVA | L | |
|--|--|-----------------------|--------------------------------|-----------------------|--------------|---|------------------------------|--------------|--|-------|--|--------------|--|---|----------------|-----------------------------------|
| // Check this box if no lon to Section 16. Form 4 o obligations may conti Instruction 1(b | nger subject or Form 5 inue. <i>See</i>)). | | Filed p | ursuant t on 17(a) | GES IN 1 | 16(a) of the lic Utility H | ICIA Secur Iolding | ritie g C | F OWNERSHIP es Exchange Act of 19 ompany Act of 1935 any Act of 1940 | 934, | | | – O Ex Es | MB Number: 3235- pires: December 31 timated average bu r response 0.5 | 0287 , 2001 | |
| (Print or Type Respondent). Name and Address o | | | | 2. Issue | er Name ar | nd Ticker o | | - | <u>.</u> | | | 6. | applicable) | of Reporting Person | . / | |
| Yahoo! Inc. (Last) 701 First Avenue | (First) | (Mide | lle) | 3. I.R.S of R | 6. Identific | erson, if an | | | Statement for Month 07/2001 | ı/Yea | r | | _ Director _ Officer (give title b | pelow) | _0 | 0% Owner ther pecify below) |
| Sunnyvale, | (Street) California | 94089 | | | | | 5 | | If Amendment, Date of Original (Mc | onth/ | | 7. | (Check Appl Form filed Form filed | Joint/Group Filing icable) by One Reporting P by More than tting Person | erson | |
| (City) | (State) | (Zip) | | Table I – | — Non-De | rivative Se | curitio | ies / | Acquired, Disposed | of, o | r Benefi | icia | ally Owned | | | |
| . Title of Security | о. П | ction Date | 3. Transa | ction | 4. | Securities | | ired | (A) | | Amoun | | 6 | Ownership Form: Direct (D) or | 7. | Nature of Indire Beneficial |
| (Instr. 3) | | n/Day/Year) | Code (Instr. | 8) | | or Dispose (Instr. 3, 4 | | | | | Securiti Benefic at End c (Instr. 3 | iall of N | | Indirect (I) (Instr. 4) | | Ownership (Instr. 4) |
| | | | | 8) V | | | |) | (D) Price | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |
| (Instr. 3) | | n/Day/Year) | (Instr. | | | (Instr. 3, 4 | and 5) |) | (D) Price \$4.38 | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |
| (Instr. 3) | (Mont) | h/Day/Year) | (Instr. | | | (Instr. 3, 4 Amount | and 5) |) | | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |
| (Instr. 3) | (Month 7/17/0 | h/Day/Year) L | (Instr. Code S | | | (Instr. 3, 4 Amount 2,130 | and 5) (A) (D |) | \$4.38 | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |
| (Instr. 3) Common Stock Common Stock Common Stock | (Month 7/17/0: 7/17/0: | h/Day/Year) L L | (Instr. Code S S | | | (Instr. 3, 4 Amount 2,130 720 | and 5) (A) (D D |) | \$4.38 \$4.40 | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |
| | (Month 7/17/0: 7/17/0: 7/17/0: | h/Day/Year) L L | (Instr. Code S S S | | | (Instr. 3, 4 Amount 2,130 720 720 | and 5) (A) D D D |) | \$4.38 \$4.40 \$4.43 | | Benefic at End c | iall of N | Aonth | Indirect (I) | | |

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

SEC 1474 (3-99)

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

FORM 4

// 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,

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

| | (Print or Type Respo | onses) | | Sectio | | | | | | | | | |
|--------|--|--|--|---|--|--|--|---------------|--|---|--|---|---|
| 1. | Name and Address o Yahoo! Inc. | of Reporting Person* | : | | me and Ticker or Trad ne, Inc. (NTOP) | ling Symbol | | 6. | Relationship of F Director | Reporting | | lssuer (Che 0% Owner | |
| | (Last) 701 First Avenue | (First) | (Middle) | | ntification Number ing Person, if an lluntary) | Statement for 07/2001 | Month/Year | | Officer (give title below | w) | | ther pecify belo | ow) |
| | | (Street) | | | | 5. If Amendmen Date of Origin | t, 1al (Month/Year) | 7. | Individual or Join (Check Applicab Form filed by Form filed by | le) One Re | porting Person | | |
| | Sunnyvale, | California | 94089 | | | | | | One Reporting | | | | |
| | (City) | (State) | (Zip) | Table I — No | on-Derivative Securi | ies Acquired, Dis | posed of, or Bene | eficia | lly Owned | | | | |
| 1. | Title of Security (Instr. 3) | 2. Transaction (Month/Da | | . Transaction Code (Instr. 8) | | s Acquired (A) ed of (D) 4 and 5) | 5. | 9 1 2 | Amount of Securities Beneficially Owne at End of Month (Instr. 3 and 4) | 6. ed | Ownership I Direct (D) o Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | C | Code V | Amount | (A) or (D) | Price | | | | | | |
| Com | nmon Stock | 7/18/01 | S | | 720 | D | \$4.32 | | | | | | |
| Corr | nmon Stock | 7/18/01 | S | | 720 | D | \$4.34 | | | | | | |
| Corr | nmon Stock | 7/18/01 | S | | 720 | D | \$4.35 | | | | | | |
| Corr | umon Stock | 7/18/01 | S | | 1,440 | D | \$4.36 | | | | | | |
| Corr | nmon Stock | 7/18/01 | S | | 720 | D | \$4.40 | | | | | | |
| Corr | umon Stock | 7/18/01 | S | | 720 | D | \$4.41 | | | | | | |
| | the form is filed by mo | | | Pinstruction 4(b)(v Po inforr | vned directly or indire). otential persons who nation contained in t the form displays a | are to respond to his form are not | required to respo | | | | | | (Ova SEC 1474 (3-5 Page 20 of |
| | the form is filed by mo | re than one reporting | | Pinstruction 4(b)(v Po inform unless |). otential persons who nation contained in (| are to respond to his form are not currently valid O ND EXCHANGE | required to respo MB control numb | ber. | | ОМВ | APPROVA | | SEC 1474 (3-9 |
| * If t | | re than one reporting 4 nger subject or Form 5 nue. See o). | | Instruction 4(b)(v Pe infort unless UNITED STAT CHAN4 Filed pursuant Section 17(a) |). otential persons who nation contained in t the form displays a FES SECURITIES A | are to respond to his form are not uurrently valid O ND EXCHANGI D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company | required to respo MB control numb COMMISSION ERSHIP nge Act of 1934, Act of 1935 or | ber. | | OMB N Expires: Estimat | APPROVA umber: 3235- : December 31 ed average bu onse 0.5 | -0287 I, 2001 | SEC 1474 (3-5 Page 20 of |
| // C | FORM 4 Sheck this box if no loo o Section 16. Form 4 c obligations may conti Instruction 1(b | te than one reporting anger subject pr Form 5 nue. See p). onses) | g person, see | Instruction 4(b)(v Perinform unless UNITED STAT CHAN Filed pursuant Section 17(a Section 2. Issuer Na |). Stential persons who nation contained in t the form displays a FES SECURITIES A Washington, STATEM GES IN BENEF to Section 16(a) of th) of the Public Utility | are to respond to his form are not : uurrently valid O ND EXCHANGH D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company ient Company Act | required to respo MB control numb COMMISSION ERSHIP nge Act of 1934, Act of 1935 or | ber. | | OMB N Expires Estimat per resp | umber: 3235- : December 31 ed average bu onse 0.5 g Person(s) to I | -0287 l, 2001 ırden hour | SEC 1474 (3-5 Page 20 of rs eck all applicable |
| // C | FORM 4 Check this box if no loo b Section 16. Form 4 c obligations may conti Instruction 1(b (Print or Type Respondent) Name and Address o | te than one reporting anger subject pr Form 5 nue. See p). onses) | g person, see | Pinstruction 4(b)(v Peinforr unless UNITED STAT CHAN Filed pursuant Section 17(a Section 17(a Section 17(a) Sectio |). Stential persons who nation contained in 1 the form displays a FES SECURITIES A Washington, STATEM GES IN BENEF to Section 16(a) of th) of the Public Utility on 30(f) of the Investm me and Ticker or Trac he, Inc. (NTOP) mification Number ing Person, if an | are to respond to his form are not currently valid O ND EXCHANGH D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company Act ling Symbol | required to respo MB control numb COMMISSION ERSHIP inge Act of 1934, Act of 1935 or of 1940 | ber. | Relationship of F | OMB N Expires: Estimat per resp | umber: 3235- December 31 ed average bu onse 0.5 g Person(s) to I 1(0 | -0287 I, 2001 Irden hour | SEC 1474 (3-5 Page 20 of rs eck all applicable |
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| * If 1 | FORM 4 Check this box if no loo o Section 16. Form 4 c obligations may conti Instruction 1(b (Print or Type Respondent (Print or Type Respondent (City) Title of Security | te than one reporting terms than one reporting terms t | g person, see (Middle) 94089 (Zip) (Zip) n Date 3 yy/Year) | Instruction 4(b)(v Perint inform UNITED STAT CHAN Filed pursuant Section 17(a Section 17(a Section 17(a 3. I.R.S. Ide of Report 3. I.R.S. Ide of Report Table I — No . Transaction Code V |). Stential persons who nation contained in t the form displays a FES SECURITIES A Washington, STATEM GES IN BENEF to Section 16(a) of th) of the Public Utility on 30(f) of the Investm me and Ticker or Trac- te, Inc. (NTOP) ntification Number ing Person, if an oluntary) on-Derivative Securitie or Dispos (Instr. 3, | are to respond to his form are not i surrently valid O ND EXCHANGH D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company tent Company Act ling Symbol 4. Statement for 07/2001 5. If Amendmen Date of Origin ies Acquired, Dis 5 Acquired (A) ied of (D) 4 and 5) | required to respo MB control numb COMMISSION ERSHIP ange Act of 1934, Act of 1935 or of 1940 Month/Year t, nal (Month/Year) sposed of, or Bene 5. | 6. 7. | Relationship of F Director Officer (give title below Individual or Join (Check Applicab Form filed by Form filed by One Reporting One Reporting ally Owned Amount of Securities Beneficially Owned at End of Month | OMB N Expires: Estimat per resp Reporting w) mt/Group le) One Re More th g Person 6. | umber: 3235: December 31 ed average bu onse 0.5 g Person(s) to I | 0287 I, 2001 Irden hour (ssuer (Che 0% Owner ther pecify belo | SEC 1474 (3-5 Page 20 of rs eck all applicable ow) 7. Nature of Indirect Beneficial Ownership |
| * If 1 | FORM 4 Check this box if no lon o Section 16. Form 4 of obligations may conti Instruction 1(b (Print or Type Respondent (Print or Type Respondent (Last) 701 First Avenue Sunnyvale, (City) Title of Security (Instr. 3) | 4 anger subject or Form 5 nue. See)). onses) of Reporting Person* (First) (Street) California (State) 2. Transaction (Month/Da | g person, see (Middle) 94089 (Zip) n Date 3 yy/Year) 3 | Instruction 4(b)(v Perint formuness UNITED STAT CHAN Filed pursuant Section 17(a Section 2. Issuer Na Net2Phor 3. I.R.S. Ide of Report entity (Ve Table I — Ne (Instr. 8) Edde V |). Stential persons who nation contained in t the form displays a GES SECURITIES A Washington, STATEM GES IN BENEF to Section 16(a) of th) of the Public Utility on 30(f) of the Investm me and Ticker or Trace le, Inc. (NTOP) mtification Number ing Person, if an juntary) DINTERVIENT SECURITIES | are to respond to his form are not i surrently valid O ND EXCHANGH D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company Act ling Symbol 4. Statement for 07/2001 5. If Amendmen Date of Origin ies Acquired, Dis 5 Acquired (A) ed of (D) 4 and 5) (A) or (D) | required to respo MB control numb COMMISSION ERSHIP ange Act of 1934, Act of 1935 or of 1940 Month/Year t, nal (Month/Year) sposed of, or Bene 5. Price | 6. 7. | Relationship of F Director Officer (give title below Individual or Join (Check Applicab Form filed by Form filed by One Reporting One Reporting ally Owned Amount of Securities Beneficially Owned at End of Month | OMB N Expires: Estimat per resp Reporting w) mt/Group le) One Re More th g Person 6. | umber: 3235: December 31 ed average bu onse 0.5 g Person(s) to 1 | 0287 I, 2001 Irden hour (ssuer (Che 0% Owner ther pecify belo | SEC 1474 (3-5 Page 20 of rs eck all applicable ow) 7. Nature of Indirect Beneficial Ownership |
| * If 1 | FORM 4 Check this box if no long o Section 16. Form 4 of obligations may conti Instruction 1(b (Print or Type Respond Name and Address on Yahoo! Inc. (Last) 701 First Avenue Sunnyvale, (City) Title of Security (Instr. 3) | 4 anger subject or Form 5 nue. See a). onses) of Reporting Person* (First) (Street) California (State) 2. Transaction (Month/Da 7/18/01 | g person, see (Middle) 94089 (Zip) n Date 3 yy/Year) 3 | Instruction 4(b)(v Perint formulass UNITED STAT CHANA Filed pursuant Section 17(a) Section 17(a) Section 17(a) (a) 1. R.S. Ide of Report entity (Ve Table I — Ne (Instr. 8) Code V |). Stential persons who nation contained in t the form displays a TES SECURITIES A Washington, STATEM GES IN BENEF to Section 16(a) of th) of the Public Utility on 30(f) of the Investm me and Ticker or Trace te, Inc. (NTOP) Intification Number ing Person, if an Juntary) DINDERIVATIVE Securitie 4. Securitie or Dispos (Instr. 3, Amount 2,160 | are to respond to his form are not i surrently valid O ND EXCHANGH D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company Act ling Symbol 4. Statement for 07/2001 5. If Amendmen Date of Origin ies Acquired, Dis 5 Acquired (A) sed of (D) 4 and 5) (A) or (D) D | required to respo MB control numb COMMISSION ERSHIP ange Act of 1934, Act of 1935 or of 1940 Month/Year t, t, (Month/Year) sposed of, or Bene 5. Price \$4.43 | 6. 7. | Relationship of F Director Officer (give title below Individual or Join (Check Applicab Form filed by Form filed by One Reporting One Reporting ally Owned Amount of Securities Beneficially Owned at End of Month | OMB N Expires: Estimat per resp Reporting w) mt/Group le) One Re More th g Person 6. | umber: 3235: December 31 ed average bu onse 0.5 g Person(s) to 1 | 0287 I, 2001 Irden hour (ssuer (Che 0% Owner ther pecify belo | SEC 1474 (3-5 Page 20 of rs eck all applicable ow) 7. Nature of Indirect Beneficial Ownership |

| Common Stock | 7/19/01 | S | | 720 | D | \$4.36 | | |
|---|--|------------|--|--------------------------------------|---|--|---------|--|
| Common Stock | 7/19/01 | S | | 720 | D | \$4.38 | | |
| Reminder: Report on a se * If the form is filed by m | | | | lirectly or indir | ectly. | | | (Ove SEC 1474 (3-9 Page 21 of 3 |
| | | | information | n contained in | this form | pond to the collection of are not required to resp valid OMB control nun | ond | |
| FORM | 4 | | UNITED STATES S | ECURITIES A Washington | | HANGE COMMISSIO 49 | N | OMB APPROVAL |
| // Check this box if no l | | | CHANGES | STATEM | |)F OWNERSHIP | | |
| to Section 16. Form 4 obligations may con Instruction 1((Print or Type Res | or Form 5 tinue. <i>See</i> (b). | | Filed pursuant to Se Section 17(a) of th | ction 16(a) of t e Public Utility | he Securiti Holding (| es Exchange Act of 1934, Company Act of 1935 or pany Act of 1940 | | Expires: December 31, 2001 Estimated average burden hours per response 0.5 |
| 1. Name and Address Yahoo! Inc. | of Reporting Person | * | 2. Issuer Name an Net2Phone, Inc | | ading Syml | pol | 6. | Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| (Last) 701 First Avenue | (First) | (Middle) | 3. I.R.S. Identifica of Reporting Pe entity (Voluntar | erson, if an | 4. State | ment for Month/Year | - | _Officer _Other (give title below) (specify below) |
| | (Street) | | | | 5. If An | nendment, of Original (Month/Year) | = 7. | Individual or Joint/Group Filing (Check Applicable) Form filed by One Reporting Person |
| Sunnyvale, | California | 94089 | | | | | | Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | Table I — Non-De | rivative Secur | ities Acqu | ired, Disposed of, or Ber | nefic | cially Owned |
| 1. Title of Security (Instr. 3) | 2. Transactic (Month/D | ay/Year) O | Transaction Code (Instr. 8) | or Dispo | es Acquire osed of (D) , 4 and 5) | | 5. | Amount of Securities6.Ownership Form: Direct (D) or7.Nature of IndirectBeneficially Owned at End of Month (Instr. 3 and 4)Indirect (I)Beneficial Ownership (Instr. 4) |
| | | Coo | de V | Amount | (A) | or (D) Price | | |
| Common Stock | 7/19/01 | S | | 720 | D | \$4.39 | | |
| Common Stock | 7/19/01 | S | | 720 | D | \$4.44 | | |
| Common Stock | 7/19/01 | S | | 720 | D | \$4.46 | | |
| Common Stock | 7/19/01 | S | | 720 | D | \$4.49 | | |
| Common Stock | 7/19/01 | S | | 720 | D | \$4.52 | | |
| Common Stock | 7/19/01 | S | | 2,800 | D | \$4.53 | | |
| Reminder: Report on a se * If the form is filed by m | | | | lirectly or indir | ectly. | | | (Ove SEC 1474 (3-9 Page 22 of 3 |
| | | | information | n contained in | this form | pond to the collection of are not required to resp valid OMB control num | ond | |
| FORM | 4 | | UNITED STATES S | Washington | ı, D.C. 205 | | N | OMB APPROVAL |
| // Check this box if no l to Section 16. Form 4 obligations may con Instruction 10 | or Form 5 tinue. <i>See</i> | | Filed pursuant to Se | ction 16(a) of t | FICIAL | OWNERSHIP OWNERSHIP es Exchange Act of 1934, Company Act of 1935 or | | OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5 |
| (Print or Type Res | ponses) | | | | | pany Act of 1940 | | |
| 1. Name and Address Yahoo! Inc. | of Reporting Person | * | 2. Issuer Name an Net2Phone, Inc | | ading Syml | pol | 6. | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner |
| (Last) | (First) | (Middle) | I.R.S. Identification of Reporting Period Content (Voluntaria) | erson, if an | | ment for Month/Year | | _Officer _Other (give title below) (specify below) |
| 701 First Avenue | | | | . / | 07/20 | 001 | | |

(Street)

Sunnyvale,

California

94089

 Individual or Joint/Group Filing (Check Applicable)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person
 5. If Amendment, Date of Original (Month/Year)

| | | | Ta | ble I — No | on-Deriva | ative Securit | ies Acquired, Dis | posed of, or | Benefic | cially Owned | | | | |
|--|--|---------------------------------|------------------------------|---|---|---|--|--|---------------------|--|--|---|---------|--|
| I. Title of Security (Instr. 3) | | nsaction Date onth/Day/Year) | 3. Transa Code (Instr. | | 4. | Securities or Dispos (Instr. 3, 4 | | | 5. | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ed | 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 | 7/1 | 9/01 | S | | | 720 | D | \$4.54 | | | | | | |
| Common Stock | 7/1 | 9/01 | S | | | 1,440 | D | \$4.56 | | | | | | |
| Common Stock | 7/2 | 0/01 | S | | | 720 | D | \$4.32 | | | | | | |
| Common Stock | 7/2 | 0/01 | S | | | 720 | D | \$4.36 | | | | | | |
| Common Stock | 7/2 | 0/01 | S | | | 2,160 | D | \$4.37 | | | | | | |
| Common Stock | 7/2 | 0/01 | S | | | 1,440 | D | \$4.41 | | | | | | |
| If the form is filed by n | | Jer Bree, | | | | | are to respond to | the collection | - of | | | | | EC 1474 (3-99 Page 23 of 3 |
| | | | | | | | his form are not currently valid O | | | | | | | |
| | | | UNI | TED STAT | TES SEC | UDITIES A | | | | | | | | |
| FORM | 4 | | UNI | TED STAT | ١ | Washington, | | E COMMISS | ION | | ОМВ | APPROVAL | | |
| | longer subject 4 or Form 5 ttinue. <i>See</i> (b). | - | File | CHANG ed pursuant ection 17(a) | GES IN to Sectio of the Pu | Washington, STATEM N BENEF n 16(a) of the ublic Utility I | D.C. 20549 | ERSHIP inge Act of 19 | 934, | | OMB N Expires Estimat | APPROVAL fumber: 3235-0287 : December 31, 2001 ed average burden 1 ponse 0.5 | | |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res | longer subject 4 or Form 5 ttinue. See (b). sponses) | | Fild | CHANC ed pursuant ection 17(a) Sectio | GES IN to Sectio of the Pt n 30(f) of me and T | Washington, STATEM N BENEF In 16(a) of the ublic Utility I f the Investm ïcker or Trad | D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company ent Company Act | ERSHIP inge Act of 19 |)34, or | | OMB N Expires Estimat per resp | umber: 3235-0287 : December 31, 2001 ed average burden l | ours | applicable) |
| 7 Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res . Name and Address | longer subject 4 or Form 5 ttinue. See (b). sponses) | Person* | File Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider of Reporti | GES IN to Sectio of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso | Washington, STATEM N BENEF In 16(a) of the ublic Utility I f the Investm Ticker or Trad VITOP) | D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company ent Company Act | ERSHIP inge Act of 19 Act of 1935 of 1940 |)34, or | . Relationship of 1 | OMB N Expires Estimat per resj Reportin | iumber: 3235-0287 : December 31, 2001 ed average burden l ionse 0.5 g Person(s) to Issuer (| Check a | ıll applicable) |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res . Name and Address Yahoo! Inc. | longer subject 4 or Form 5 ttinue. See (b). sponses) s of Reporting | Person* | File Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider | GES IN to Sectio of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso | Washington, STATEM N BENEF In 16(a) of the ublic Utility I f the Investm Ticker or Trad VITOP) | D.C. 20549 ENT OF ICIAL OWN Performation Securities Excha Holding Company Act Company Act | ERSHIP inge Act of 19 Act of 1935 of 1940 |)34, or | Relationship of Director Officer | OMB N Expires Estimat per resj Reportin | fumber: 3235-0287 : December 31, 2001 ed average burden l ponse 0.5 g Person(s) to Issuer (| Check a | applicable) |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res . Name and Address Yahoo! Inc. (Last) | longer subject 4 or Form 5 ttinue. See (b). sponses) s of Reporting | Person* | File Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider of Reporti | GES IN to Sectio of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso | Washington, STATEM N BENEF In 16(a) of the bublic Utility I f the Investm Ticker or Trad NTOP) n Number in, if an | D.C. 20549 ENT OF ICIAL OWN e Securities Excha folding Company ent Company Act ing Symbol 4. Statement for | ERSHIP inge Act of 19 Act of 1935 of 1940 Month/Year t, |)34, or 6 | Relationship of i Director Officer (give title below Individual or Joi (Check Applical Form filed by | OMB N Expires Estimat per resj Reportin w) | iumber: 3235-0287 : December 31, 2001 ed average burden l ponse 0.5 g Person(s) to Issuer (| Check a | ll applicable) |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res . Name and Address Yahoo! Inc. (Last) | longer subject 4 or Form 5 ttinue. See (b). sponses) s of Reporting (First | Person*) (Midd | File Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider of Reporti | GES IN to Sectio of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso | Washington, STATEM N BENEF In 16(a) of the bublic Utility I f the Investm Ticker or Trad NTOP) n Number in, if an | D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company Act ing Symbol 4. Statement for 07/2001 5. If Amendmen | ERSHIP inge Act of 19 Act of 1935 of 1940 Month/Year t, |)34, or 6 | Relationship of 1 Director Officer (give title belo Individual or Joi (Check Applical | OMB N Expires Estimat per resp Reportin w) w) int/Group ble) 7 One Re 7 More t | iumber: 3235-0287 : December 31, 2001 ed average burden l oonse 0.5 g Person(s) to Issuer (| Check a | ıll applicable) |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res Name and Address Yahoo! Inc. (Last) 701 First Avenue | longer subject 4 or Form 5 ttinue. See (b). sponses) s of Reporting (First (Street) | Person*) (Midd | Fili Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider of Reporti entity (Voi | GES IN to Section of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso luntary) | Washington, STATEM N BENEF In 16(a) of the ublic Utility I f the Investm Ticker or Trad VTOP) n Number n, if an | D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company Act ing Symbol 4. Statement for 07/2001 5. If Amendmen | ERSHIP Act of 1935 of 1940 Month/Year t, hal (Month/Yea | 934, or 6 | Relationship of 1 Director Officer (give title belo Individual or Joi (Check Applical Form filed by Form filed by One Reportir | OMB N Expires Estimat per resp Reportin w) w) int/Group ble) 7 One Re 7 More t | iumber: 3235-0287 : December 31, 2001 ed average burden l oonse 0.5 g Person(s) to Issuer (| Check a | all applicable) |
| / Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res Yahoo! Inc. Name and Address Yahoo! Inc. (Last) 701 First Avenue Sunnyvale, | longer subject 4 or Form 5 titinue. See (b). ;ponses) ; of Reporting (First (Street) California (State) 2. Tra | Person*) (Midd 1 94089 | Fili Si 2. | CHANC ed pursuant ection 17(a) Section Issuer Nar Net2Phon I.R.S. Ider of Reporti entity (Vol | GES IN to Section of the Pu n 30(f) o me and T te, Inc. (N ntification ing Perso luntary) | Washington, STATEMI N BENEF In 16(a) of the ublic Utility I f the Investm Ticker or Trad VIOP) IN Number In, if an | D.C. 20549 ENT OF ICIAL OWN e Securities Excha Holding Company ent Company Act ing Symbol 4. Statement for 07/2001 5. If Amendmen Date of Origin ies Acquired, Dis Acquired (A) ed of (D) | ERSHIP Act of 1935 of 1940 Month/Year t, hal (Month/Yea | 934, or 6 | Relationship of 1 Director Officer (give title belo Individual or Joi (Check Applical Form filed by Form filed by One Reportir | OMB N Expires Estimat per resp Reportin w) int/Group ble) y One Re y More tl gg Persor 6. | iumber: 3235-0287 : December 31, 2001 ed average burden l oonse 0.5 g Person(s) to Issuer (| Check a | Nature of Indirect Beneficial Ownership (Instr. 4) |

| | | Coue | • | 2 mount | (11) 01 (D) | 1100 |
|--------------|---------|------|---|---------|-------------|--------|
| Common Stock | 7/20/01 | S | | 720 | D | \$4.42 |
| Common Stock | 7/20/01 | S | | 720 | D | \$4.43 |
| Common Stock | 7/20/01 | S | | 720 | D | \$4.45 |
| Common Stock | 7/20/01 | S | | 1,440 | D | \$4.46 |
| Common Stock | 7/20/01 | S | | 720 | D | \$4.47 |
| Common Stock | 7/20/01 | S | | 640 | D | \$4.49 |

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

OMB APPROVAL

// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

| 1. | Name and Address Yahoo! Inc. | of Repo | orting Perso | on* | | | suer Name et2Phone, | | | adin | g Symbol | | 6. | Relationship of Rep Director | orting | g Person(s) to Issuer (C 10% Own | | all applicable) |
|------|--|---------------|---------------|-------------------------|------|--------------------------|--|----------|----------------------------------|-------|-------------------------------|------------------------|-------|---|-----------------|--|-------|--|
| | (Last) | | (First) | (Midd | lle) | 0 | R.S. Identi f Reporting ntity (Volur | Person | | 4. | Statement for | Month/Year | | Officer (give title below) | | _Other (specify be | elow) | |
| | 701 First Avenue | | | | | | 5. | | | _ | 07/2001 | | | | | | | |
| | Sunnyvale, | (Stree Cal | t) ifornia | 94089 | | | | | | 5. | If Amendmen Date of Origir | t, nal (Month/Year) | 7. | Individual or Joint/C (Check Applicable) Form filed by On Form filed by Mo One Reporting Po | e Rep ore th | porting Person an | | |
| | (City) | (Sta | ate) | (Zip) | | Table | I — Non- | Derivat | tive Secur | ities | s Acquired, Dis | posed of, or Ben | efici | ally Owned | | | | |
| 1. | Title of Security (Instr. 3) | 2. | | tion Date /Day/Year) | Co | nsactio de str. 8) | n | 4. | Securiti or Disp (Instr. 3 | osed | | 5 | | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | | V | | Amoun | t | (A) or (D) | Price | | | | | | |
| Com | nmon Stock | | 7/23/01 | | S | | | | 714 | | D | \$4.39 | | | | | | |
| Corr | nmon Stock | | 7/23/01 | | S | | | | 3,570 | | D | \$4.40 | | | | | | |
| Corr | nmon Stock | | 7/23/01 | | S | | | | 714 | | D | \$4.42 | | | | | | |
| Corr | nmon Stock | | 7/23/01 | | S | | | | 1,432 | | D | \$4.46 | | | | | | |
| Corr | nmon Stock | | 7/23/01 | | S | | | | 714 | | D | \$4.47 | | | | | | |
| Com | nmon Stock | | 7/23/01 | | S | | | | 714 | | D | \$4.48 | | | | | | |
| | ninder: Report on a se the form is filed by m | | | | | | | d direct | tly or indi | rectl | у. | | | | | | SI | (Ove EC 1474 (3-99 |

| | FORM 4 Check this box if no lo o Section 16. Form 4 | nger subj | | UIVI | | TES SECURITIES Washingto STATE GES IN BENI | on, I ME | D.C. 20549 ENT OF | | | | ON | /B Ni | APPROVAL umber: 3235-0287 December 31, 2001 | | |
|-----|--|-------------------------|-------------------------------------|------------------------------|-------------|---|----------------------------|------------------------------------|-----------------|--|-------------------|--|--------|--|-------|--|
| | obligations may cont Instruction 1(l (Print or Type Resp | inue. <i>See</i> o). | | | ction 17(a) | to Section 16(a) of) of the Public Utili on 30(f) of the Inves | ty H | olding Com | any Act of 1935 | | | Est | timate | ed average burden ho onse 0.5 | ours | |
| ι. | Name and Address o Yahoo! Inc. | of Reportin | g Person* | 2. | | me and Ticker or T 1e, Inc. (NTOP) | radi | ng Symbol | | | 6. | Relationship of Rep Director | orting | Person(s) to Issuer (C 10% Owr | | ll applicable) |
| | (Last) 701 First Avenue | (Fi | rst) (Midd | le) 3. | | ntification Number ing Person, if an ıluntary) | 4 | . Statement 07/2001 | for Month/Year | | | Officer (give title below) | | Other (specify b | elow) | |
| | Sunnyvale, | | | | 5 | . If Amend Date of O | ment, riginal (Month/Ye | | 7. | Individual or Joint/C (Check Applicable) Form filed by Or Form filed by Mu One Reporting P | ne Rep ore tha | porting Person an | | | | |
| | (City) | (State) | (Zip) | Та | ble I — No | on-Derivative Secu | ritie | es Acquired, | Disposed of, or | Benef | icia | ally Owned | | | | |
| L. | Title of Security (Instr. 3) | | Transaction Date Month/Day/Year) | 3. Transa Code (Instr. | | | oose | Acquired (A) d of (D) and 5) | | 5. | | Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | Amou | nt | (A) or (E |) Price | | | | | | | |
| Con | nmon Stock | 5 | 7/23/01 | S | | 714 | | D | \$4.50 | | | | | | | |
| Con | nmon Stock | 5 | 7/23/01 | S | | 714 | | D | \$4.51 | | | | | | | |

| Common Stock | 7/23/01 | S | 714 | D | \$4.60 | |
|--------------|---------|---|-----|---|--------|--|
| Common Stock | 7/24/01 | S | 714 | D | \$4.03 | |
| Common Stock | 7/24/01 | S | 714 | D | \$4.12 | |
| Common Stock | 7/24/01 | S | 718 | D | \$4.21 | |

(Over) SEC 1474 (3-99)

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| . . | rm 5 See porting Person* (First) eet) alifornia | (Middle 94089 (Zip) n Date | e) 3. Tra Cor | Filed purst Section 1 Section 1 Section 1 Section 2 Section 2 Sect | uant to St 17(a) of tl ection 30 r Name a Phone, In . Identific porting F (Volunta | S IN E | BENEF | ENT OF ICIAL OWN Securities Exchai Holding Company ent Company Act ing Symbol 4. Statement for 07/2001 5. If Amendment Date of Origin | nge Act of 1934, Act of 1935 or of 1940 Month/Year | 7. | Relationship of Director Officer (give title belo Individual or Jo (Check Applica Form filed b Form filed b One Reportin | OMB N Expires: Estimat per resp Reporting ow) int/Group ble) y One Rej y More th | 10% Oth (spectrue) (sp | 287 2001 en hours uer (Check 5 Owner | , |
|--|---|-------------------------------------|---------------------|--|---|---|---|--|---|-------------|--|---|---|--|--|
| to Section 16. Form 4 or For obligations may continue Instruction 1(b). (Print or Type Responses . Name and Address of Rep Yahoo! Inc. (Last) 701 First Avenue (Stree Sunnyvale, Ca (City) (Si | rm 5 See porting Person* (First) ret) alifornia | (Middle 94089 (Zip) n Date | e) 3. Tra Cor | Filed purst Section 1 Section 1 Section 1 Section 2 3. I.R.S. of Re entity Table I — | uant to St 17(a) of tl ection 30 r Name a Phone, In . Identific porting F (Volunta | S IN E | BENEF | Securities Exchai Iolding Company ent Company Act ing Symbol 4. Statement for 07/2001 5. If Amendment | nge Act of 1934, Act of 1935 or of 1940 Month/Year | 7. | _ Director _ Officer (give title belo Individual or Jo (Check Applica _ Form filed b _ Form filed b One Reportin | Expires: Estimat per resp Reporting ow) int/Group ble) y One Rej y More th | : December 31, 2 ed average burd oonse 0.5 g Person(s) to Iss | 2001 en hours uer (Check o Owner er | , |
| I. Name and Address of Reg Yahoo! Inc. (Last) 701 First Avenue (Stree Sunnyvale, Ca (City) (Si I. Title of Security 2. | (First) (First) eet) alifornia tate) Transaction | (Middle 94089 (Zip) n Date | 2) 3. Tra Coo | 2. Issuer Net2I 3. I.R.S. of Re entity Table I — | r Name a Phone, In . Identific porting F ((Volunta | D(f) of th and Tick nc. (NTC ication N Person, i iary) | e Investm er or Trad)P) umber 4 f an | ent Company Act ing Symbol 4. Statement for 07/2001 5. If Amendment | Month/Year | 7. | _ Director _ Officer (give title belo Individual or Jo (Check Applica _ Form filed b _ Form filed b One Reportin | int/Group ble) y One Re y More th | 10% Oth (spectrue) (sp | o Owner er | , |
| Yahoo! Inc. (Last) 701 First Avenue (Stree Sunnyvale, Ca (City) (Si 1. Title of Security 2. | (First) eet) alifornia | (Middle 94089 (Zip) n Date | 2) 3. Tra Coo | Net2I 3. I.R.S. of Re entity Table I — | Phone, In . Identific porting F / (Volunta | nc. (NTC | DP) | Statement for 1 07/2001 If Amendment | , | 7. | _ Director _ Officer (give title belo Individual or Jo (Check Applica _ Form filed b _ Form filed b One Reportin | int/Group ble) y One Re y More th | 10% Oth (spectrue) (sp | o Owner er | , |
| 701 First Avenue (Stree Sunnyvale, Ca (City) (St | et) alifornia (tate) Transaction | 94089 (Zip) n Date | 3. Tra Coo | of Re entity | porting F | Person, i ary) | f an ; | 07/2001 5. If Amendment | , | | (give title belo Individual or Jo (Check Applica Form filed b One Reporti | int/Group ble) y One Re y More th | (spector) p Filing porting Person tan | | |
| (Stree Sunnyvale, Ca (City) (St Title of Security 2. | alifornia (tate) (Transaction | (Zip) n Date | 3. Tra Coo | Table I — | | | | 5. If Amendment | | | (Check Applica Form filed b Form filed b One Reporti | ble) y One Re y More th | porting Person an | | |
| Sunnyvale, Ca (City) (St | alifornia (tate) (Transaction | (Zip) n Date | 3. Tra Coo | | – Non-D | Oerivativ | | | | | (Check Applica Form filed b Form filed b One Reporti | ble) y One Re y More th | porting Person an | | |
| . Title of Security 2. | Transaction | n Date | 3. Tra Coo | | – Non-D |)erivativ | | | | ficia | | | | | |
| | | | 3. Tra Coo | | – Non-D | Derivativ | | | | ficia | | | | | |
| | | | Co | nsaction | | | e Securiti | es Acquired, Dis | posed of, or Bene | | ally Owned | | | | |
| | | | (Ins | | | | Securities or Dispose (Instr. 3, 4 | | 5. | :] ; | Amount of Securities Beneficially Own at End of Month (Instr. 3 and 4) | 6. ned | Ownership Fo Direct (D) or Indirect (I) (Instr. 4) | rm: 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | | | Amount | (A) or (D) | Price | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 714 | D | \$4.27 | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 714 | D | \$4.30 | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 1,428 | D | \$4.31 | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 714 | D | \$4.32 | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 714 | D | \$4.38 | | | | | | |
| Common Stock | 7/24/01 | | S | | | | 1,428 | D | \$4.42 | | | | | | |
| Reminder: Report on a separate * If the form is filed by more tha | | | | | | l directly | or indirec | etly. | | | | | | S | (Ove SEC 1474 (3-99 Page 27 of 3 |
| | | | | | formatio | on conta | ained in tl | re to respond to his form are not r urrently valid Of | equired to respo | | | | | | |
| FORM 4 | | | U | NITED S | TATES | Was | hington, | ND EXCHANGE D.C. 20549 | COMMISSION | | | OMB | APPROVAL | | |
| 7 / Check this box if no longer to Section 16. Form 4 or For obligations may continue. Instruction 1(b). (Print or Type Responses) | rm 5 See | | 1 | Filed pursu Section 1 | uant to Sel 17(a) of the | S IN E Section 1 the Publi | BENEF 6(a) of the c Utility F | ENT OF ICIAL OWN Securities Exchan Holding Company ent Company Act | nge Act of 1934, Act of 1935 or | | | Expires: Estimat | fumber: 3235-02 : December 31, 2 ed average burd oonse 0.5 | 2001 | |
| I. Name and Address of Rep Yahoo! Inc. | | c | | | r Name a Phone, In | | | ing Symbol | | 6. | Relationship of Director | Reporting | | uer (Check 6 Owner | all applicable) |
| (Last) | (First) | (Middle | <u>e)</u> | of Re | . Identific porting F 7 (Volunta | Person, i | | 4. Statement for 1 | Month/Year | | Officer (give title belo | ow) | Oth (spec | er cify below) | I |

Sunnyvale,

5. If Amendment, Date of Original (Month/Year) 7. Individual or Joint/Group Filing (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person

California 94089

| | (City) | (State | e) (Zip) | Tab | ole I — I | Non-Deriva | ntive Securitie | es Acquired, Dis | posed of, or | Benefi | icially Owned | | | | |
|----|---------------------------------|--------|--------------------------------------|---------------------------------|-----------|------------|--|------------------|--------------|--------|--|----|--|----|--|
| 1. | Title of Security (Instr. 3) | 2. | Transaction Date (Month/Day/Year) | 3. Transac Code (Instr. 8 | | 4. | Securities A or Dispose (Instr. 3, 4 | | | 5. | Amount of Securities Beneficially Owned at End of Month (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 | - | | | | | |
| Co | nmon Stock | | 7/24/01 | S | | | 714 | D | \$4.43 | | | | | | |
| Co | nmon Stock | | 7/24/01 | S | | | 714 | D | \$4.46 | | | | | | |
| Co | nmon Stock | | 7/24/01 | S | | | 714 | D | \$4.50 | | | | | | |
| Co | nmon Stock | | 7/25/01 | S | | | 714 | D | \$4.02 | | | | | | |
| Co | nmon Stock | | 7/25/01 | S | | | 714 | D | \$4.08 | | | | | | |
| Co | nmon Stock | | 7/25/01 | S | | | 1,428 | D | \$4.11 | | | | | | |

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).

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Page 28 of 35

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

| | | | UNI | TED STAT | | | AND EXCHAN 1, D.C. 20549 | GE COMMISSION | N | | 01 <i>2</i> | | | |
|--|---|---|---------------------------------|--------------|----------------------------|--|---|--|-------|--|----------------|--|-------|--|
| FOR | M 4 | | | | 6 7 | TATEN | IENT OF | | | | OMB | APPROVAL | | |
| // Check this box if n to Section 16. Forr obligations may c | n 4 or Form 5 | | | CHAN | | | FICIAL OW | NERSHIP | | J | Expires | umber: 3235-0287 : December 31, 2001 ed average burden h | ours | |
| (Print or Type F | n 1(b). | | | ection 17(a) |) of the Pub | lic Útility | | hange Act of 1934, ny Act of 1935 or Act of 1940 | | | | onse 0.5 | | |
| I. Name and Addr Yahoo! Inc. | ess of Reporting Person* | : | 2. | | me and Tic ne, Inc. (NT | | ading Symbol | | 6. | Relationship of R Director | eporting | g Person(s) to Issuer (10% Ow | | all applicable) |
| (Last) | (First) | (Middle) | 3. | | ing Person, | | 4. Statement f | or Month/Year | | _Officer (give title below | v) | _Other (specify b | elow) | |
| 701 First Avenu | e | | | childy (vo | , iuiitui y) | | 07/2001 | | | | | | | |
| | (Street) | | | | | | 5. If Amendm Date of Ori | ent, ginal (Month/Year) | 7. | Individual or Joir (Check Applicab) Form filed by | le) One Re | porting Person | | |
| | | | | | | | | | | Form filed by | wore u | un | | |
| Sunnyvale, | California | 94089 | | | | | | | | One Reporting | | | | |
| Sunnyvale, (City) | | 94089 (Zip) | Ta | ıble I — No | on-Derivati | ive Secur | ities Acquired, I | Disposed of, or Ben | efici | One Reporting | | | | |
| | (State) | (Zip) n Date 3. ' y/Year) | Ta Transa Code (Instr. | action | on-Derivati 4. | Securitie or Dispo | ities Acquired, I es Acquired (A) used of (D) 4 and 5) | Disposed of, or Ben | 5. | One Reporting | g Person 6. | | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| (City) I. Title of Security | (State) 7 2. Transaction | (Zip) n Date 3. ' y/Year) | Transa Code (Instr. | action | | Securitie or Dispo | es Acquired (A) osed of (D) 4 and 5) | • | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) I. Title of Security | (State) 7 2. Transaction | (Zip) n Date 3. ′ y/Year) (| Transa Code (Instr. | action 8) | | Securitie or Dispo (Instr. 3, | es Acquired (A) osed of (D) 4 and 5) | 5 | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) I. Title of Security (Instr. 3) | (State) 7 2. Transaction (Month/Da | (Zip) n Date 3. 7 (y/Year) (Co | Transa Code (Instr. | action 8) | | Securitie or Dispo (Instr. 3, Amount | es Acquired (A) ssed of (D) 4 and 5) (A) or (D) | Price | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) I. Title of Security (Instr. 3) | (State) 2. Transaction (Month/Da 7/25/01 | (Zip) n Date 3. 7 y/Year) 0 Co S | Transa Code (Instr. | action 8) | | Securitio or Dispo (Instr. 3, Amount 1,428 | es Acquired (A) used of (D) 4 and 5) (A) or (D) D | Price \$4.12 | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) I. Title of Security (Instr. 3) Common Stock | (State) 7 2. Transaction (Month/Da 7/25/01 7/25/01 | (Zip) n Date 3. 7 y/Year) 6 Co S S | Transa Code (Instr. | action 8) | | Securitid or Dispo (Instr. 3, Amount 1,428 2,142 | es Acquired (A) used of (D) 4 and 5) (A) or (D) D D | Price \$4.12 \$4.13 | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |
| (City) I. Title of Security (Instr. 3) Common Stock Common Stock Common Stock | (State) 7 2. Transaction (Month/Da 7/25/01 7/25/01 7/25/01 | (Zip) n Date 3. ' yy/Year) 3. ' Co S S S S | Transa Code (Instr. | action 8) | | Securitii or Dispc (Instr. 3, Amount 1,428 2,142 714 | es Acquired (A) osed of (D) 4 and 5) (A) or (D) D D D | Price \$4.12 \$4.13 \$4.15 | 5. | One Reporting ally Owned Amount of Securities Beneficially Owne at End of Month | g Person 6. | Ownership Form: Direct (D) or Indirect (I) | 7. | Indirect Beneficial Ownership |

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).

| FORM | 4 | | UN | TED STATI | ES SECURITIES Washington STATEN | 1, D | .C. 20549 | COMMISSION | 1 | | OMB | APPROVAL | | |
|--|--|------------------------|-----------------------------|-------------------------------|--|---------------------|---|------------------------------------|-------|--|---------------------------|--|-----|--|
| // Check this box if no l to Section 16. Form 4 obligations may com Instruction 1((Print or Type Resp | or Form 5 tinue. <i>See</i> (b). | | Fil S | ed pursuant t ection 17(a) | o Section 16(a) of t of the Public Utility a 30(f) of the Invest | FIC he S 7 Ho | CIAL OWN Securities Exchar olding Company | nge Act of 1934, Act of 1935 or | |] | Expires: Estimate | umber: 3235-0287 December 31, 2001 ed average burden hou onse 0.5 | rs | |
| . Name and Address Yahoo! Inc. | of Reporting Perso | on* | 2. | | ne and Ticker or Tra e, Inc. (NTOP) | adin | ıg Symbol | | 6. | Relationship of R Director | Reporting | g Person(s) to Issuer (Ch 10% Owner | | l applicable) |
| (Last) 701 First Avenue | (First) | (Middle | e) 3. | | tification Number 1g Person, if an untary) | 4. | Statement for I 07/2001 | Month/Year | | _Officer (give title below | w) | Other (specify belo | ow) | |
| Sunnyvale, | (Street) California | 94089 | | | | 5. | If Amendment Date of Origin | , al (Month/Year) | 7. | Individual or Joir (Check Applicab Form filed by Form filed by One Reporting | le) One Rep More th | porting Person an | | |
| (City) | (State) | (Zip) | Т | ıble I — Nor | 1-Derivative Secur | itie | s Acquired, Disj | oosed of, or Ben | efici | ally Owned | | | | |
| l. Title of Security (Instr. 3) | | tion Date Day/Year) | 3. Trans Code (Instr. | | 4. Securiti or Dispo (Instr. 3 | osed | | 5 | | Amount of Securities Beneficially Owne at End of Month (Instr. 3 and 4) | 6. ed | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | t | (A) or (D) | Price | | | | | | |
| Common Stock | 7/26/01 | | S | | 714 | | D | \$4.01 | | | | | | |
| Common Stock | 7/26/01 | | S | | 714 | | D | \$4.07 | | | | | | |
| Common Stock | 7/26/01 | | S | | 1,428 | | D | \$4.08 | | | | | | |
| Common Stock | 7/26/01 | | S | | 1,428 | | D | \$4.09 | | | | | | |
| Common Stock | 7/26/01 | | S | | 2,146 | | D | \$4.10 | | | | | | |
| Common Stock | 7/26/01 | | S | | 714 | | D | \$4.12 | | | | | | |
| Reminder: Report on a se | parato lino for oach | class of soci | urities her | oficially own | and directly or indi | roctl | x7 | | | | | | | (Ove |

(Over) SEC 1474 (3-99)

Page 30 of 35

| | FORM 4 Check this box if no lon to Section 16. Form 4 o | ıger subject | | | TATES SECURITIES AND EX Washington, D.C. 2 STATEMENT ANGES IN BENEFICIA | 0549 OF | 9 | | OM | B Nu | APPROVAL unber: 3235-0287 December 31, 2001 | | |
|----|--|------------------------------|----------|-------|--|------------|--|--------|--|-----------------------|--|--------|--|
| _ | obligations may contin Instruction 1(b) (Print or Type Respo | nue. <i>See</i>). | | ion 1 | uant to Section 16(a) of the Secur 17(a) of the Public Utility Holding ection 30(f) of the Investment Co | g Co | mpany Act of 1935 or | | Esti | mate | d average burden hot onse 0.5 | ırs | |
| 1. | Name and Address of Yahoo! Inc. | f Reporting Person* | | 2. | Issuer Name and Ticker or Tradi Net2Phone, Inc. (NTOP) | ng S | Symbol | 6. | Relationship applicable) Director | of R | eporting Person(s) to Is 10% Ow | | Check all |
| _ | (Last) 701 First Avenue | (First) | (Middle) | 3. | I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | 4. | Statement for Month/Year 07/2001 | | Officer (give title b | oelov |)Other (specify b | oelow) |) |
| | Sunnyvale, | (Street) California | 94089 | | | 5. | If Amendment, Date of Original (Month/Year) | 7. | Individual or (Check Appl Form fileo Form fileo One Reportir | icabl d by d by | e) One Reporting Person More than | | |
| | (City) | (State) | (Zip) | Tab | le I — Non-Derivative Securiti | es A | cquired, Disposed of, or Benef | iciall | y Owned | | | | |
| 1. | Title of Security (Instr. 3) | 2. Transaction (Month/Day | | | 4. Securities Acqui or Disposed of ((Instr. 3, 4 and 5) | D) | Sec Ber at E | End o | | 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 | |
|--------------|--|---|----------|----------------------|--|---|-------------------------------------|--|--|
| Corr | nmon Stock | 7/26/01 | S | | | 714 | D | \$4.15 | |
| Corr | nmon Stock | 7/26/01 | S | | | 714 | D | \$4.17 | |
| Corr | nmon Stock | 7/26/01 | S | | | 1,428 | D | \$4.18 | |
| Corr | nmon Stock | 7/27/01 | S | | | 720 | D | \$4.03 | |
| Corr | nmon Stock | 7/27/01 | S | | | 714 | D | \$4.10 | |
| Com | nmon Stock | 7/27/01 | S | | | 2,148 | D | \$4.11 | |
| | inder: Report on a sepa the form is filed by mor | | | tion 4(in | b)(v). Potential pe formation con | rsons who an ntained in th | re to respond to is form are not | the collection of required to respond MB control number. | (Ove SEC 1474 (3-9 Page 31 of 3 |
| to | FORM 4 Check this box if no lon o Section 16. Form 4 o obligations may contin Instruction 1(b) (Print or Type Respo | nger subject r Form 5 nue. <i>See</i>), | File | CH ed purs | W S ANGES IN uant to Section L7(a) of the Pu | Vashington, I TATEME BENEFI 16(a) of the blic Utility H | D.C. 20549 ENT OF CIAL OWN | nge Act of 1934, Act of 1935 or | OMB APPROVAL OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5 |
| 1. | Name and Address of Yahoo! Inc. | f Reporting Person* | | 2. | Issuer Name Net2Phone, I | | Trading Symbol | I | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner |
| | (Last) 701 First Avenue | (First) | (Middle) | 3. | | ication Numb | | ment for Month/Year 01 | OfficerOther (give title below) (specify below) |
| | Sunnyvale, | (Street) California | 94089 | _ | | | | nendment, of Original (Month/Year) | Individual or Joint/Group Filing (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person |
| _ | (City) | (State) | (Zip) | Tal | ole I — Non-D | erivative Sec | curities Acquire | d, Disposed of, or Benef | icially Owned |
| 1. | Title of Security (Instr. 3) | 2. Transaction (Month/Day | | | 4. | Securities A or Dispose (Instr. 3, 4 | | Sec Ber at E | nount of 6. Ownership Form: 7. Nature of rurities Direct (D) or Indirect neficially Owned Indirect (I) Beneficial ind of Month (Instr. 4) Ownership str. 3 and 4) (Instr. 4) |
| | | | Code | V | | Amount | (A) or (D) | Price | |
| | | 7/27/01 | S | | | 720 | D | \$4.12 | |
| Con | nmon Stock | | | | | 714 | D | \$4.13 | |
| | nmon Stock | 7/27/01 | S | | | 714 | D | φ4.15 | |
| Com | | 7/27/01 | S S | | | 714 | D | \$4.14 | |
| Corr Corr | nmon Stock | | | | | | | | |
| Com Com | umon Stock umon Stock | 7/27/01 | S | | | 714 | D | \$4.14 | |

(Over) SEC 1474 (3-99) Page 32 of 35

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5

FORM 4

// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

2. Issuer Name and Ticker or Trading Symbol

| Yahoo! Inc. | | | | Net2Phone, Ir | ac. (NTOP) | | | | | | applicable) Director | | _ 10% Ov | wner | |
|------------------------------------|-------------------------------------|----------|----|---------------|---|----------|-------|----------------------------------|----------|-----------------------|---|------------------|--|-------|--|
| (Last) | (First) | (Middle) | 3. | Reporting Per | | | 4. S | atement for Mon | th/Yea | | _Officer (give title | e belov | w)Other (specify | below |) |
| 701 First Avenue | | | | (Voluntary) | | | 0 | 7/2001 | | | | | | | |
| | (Street) | | | | | 5 | | Amendment, ate of Original (N | /onth/` | Year) | 7. Individual (Check Ap Form fil | plicab led by | | L | |
| Sunnyvale, | California 9 | 4089 | | | | | | | | | One Repor | | | | |
| (City) | (State) (| Zip) | Та | ble I — Non-D | erivative Sec | curities | Acq | uired, Disposed o | of, or I | Benefic | ially Owned | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Dat (Month/Day/Ye | | | 4. | Securities A or Disposed (Instr. 3, 4 a | d of (D) | | | 5. | Secu Bene at Er | ount of rities ficially Owned ad of Month r. 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 (E |) Price | - | | | | | | |
| Common Stock | 7/27/01 | S | | | 670 | D | | \$4.21 | | | | | | | |
| Common Stock | 7/30/01 | S | | | 714 | D | | \$4.08 | | | | | | | |
| Common Stock | 7/30/01 | S | | | 3,570 | D | | \$4.10 | | | | | | | |
| Common Stock | 7/30/01 | S | | | 3,570 | D | | \$4.11 | | | | | | | |
| Common Stock | 7/30/01 | S | | | 714 | D | | \$4.12 | | | | | | | |
| Common Stock | 7/30/01 | S | | | 714 | D | | \$4.15 | | | | | | | |
| Reminder: Report on a sepa | | | | | ly or indirect | ly. | | | | | | | | | (Over) |

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Common Stock

7/31/01

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 4 **OMB APPROVAL** STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP // Check this box if no longer subject OMB Number: 3235-0287 to Section 16. Form 4 or Form 5 Expires: December 31, 2001 obligations may continue. See Instruction 1(b). Estimated average burden hours per response 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 (Print or Type Responses) Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 6. Relationship of Reporting Person(s) to Issuer (Check all 1 applicable) Yahoo! Inc. Net2Phone, Inc. (NTOP) ____Director 10% Owner __Other (specify below) (Last) (First) (Middle) 3. I.R.S. Identification Number of 4. Statement for Month/Year Officer (give title below) Reporting Person, if an entity (Voluntary) 701 First Avenue 07/2001 (Street) 5. If Amendment. 7. Individual or Joint/Group Filing Date of Original (Month/Year) (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person California 94089 Sunnvvale. (City) (State) (Zip) Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2. Transaction Date 3. Transaction 4. Securities Acquired (A) Amount of Ownership Form: Nature of 5. 6. 7. or Disposed of (D) (Instr. 3, 4 and 5) Direct (D) or Indirect (I) (Instr. 3) (Month/Day/Year) Code Securities Indirect (Instr. 8) Beneficially Owned Beneficial at End of Month (Instr. 3 and 4) (Instr. 4) Ownership (Instr. 4) Code v (A) or (D) Amount Price 7/30/01 Common Stock S 718 D \$4.17 7/31/01 S Common Stock 1.428 D \$4.02 s Common Stock 7/31/01 714 D \$4.03 Common Stock 7/31/01 s 714 D \$4.06 s

714

D

\$4.07

SEC 1474 (3-99)

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| Comr | mon Stock | 7/31/01 | S | | 1,428 | D | | \$4.08 | | | | | | | |
|------|--|--------------------------------------|----------|--|---|------------------------------|-----------------------------------|------------------------------|----------------|---------|---------------------------------|--------------------|--|------------------|--|
| | nder: Report on a sepa ne form is filed by mo | | | | rectly or indirect | ly. | | | | | | | | s | (Over) EC 1474 (3-99) |
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| | | | | information | l persons who ar contained in th rm displays a cu | is form | are not i | equired to r | espond | | | | | | |
| | FORM 4 | 4 | UNI | TED STATES SE | Washington, I | O.C. 205 | 49 | COMMISS | ION | | 0 | MB . | APPROVAL | | |
| to | neck this box if no lon Section 16. Form 4 o bligations may conti Instruction 1(b (Print or Type Respo | or Form 5 inue. <i>See</i>)). | | CHANGES ed pursuant to Sec ection 17(a) of the Section 30(f | tion 16(a) of the | CIAL Securiti olding (| OWN es Excha Company | nge Act of 19 Act of 1935 | | | E: E: | xpires: stimate | umber: 3235-028 December 31, 20 ed average burde onse 0.5 | 01 | |
| 1. | Name and Address o | | | | ne and Ticker or | - | | | | 6. | Relationsh applicable | | eporting Person(s |) to Issuer | (Check all |
| | Yahoo! Inc. | | | Net2Phon | e, Inc. (NTOP) | | | | | _ | _ Director | r | 109 | 6 Owner | |
| | (Last) | (First) | (Middle) | | ntification Numb Person, if an ent 7) | | | | th/Year | | Officer (give titl | e belov | w) _Oth (spe | er cify belov | v) |
| | 701 First Avenue | | | | | | 07/20 | 01 | | _ | | | | | |
| | | (Street) | | | | 5 | | endment, of Original (N | /Ionth/Year | 7. | (Check A _I Form f | oplicab iled by | nt/Group Filing le) One Reporting Pe More than | rson | |
| | Sunnyvale, | California | 94089 | | | | | | | | One Repo | rting P | erson | | |
| | (City) | (State) | (Zip) | Table I — Nor | n-Derivative Sec | curities | Acquire | d, Disposed | of, or Bene | ficiall | y Owned | | | | |
| 1. | Title of Security (Instr. 3) | 2. Transaction (Month/Day | | | I. Securities A or Dispose (Instr. 3, 4 | d oḟ (D) | | | Se Bi at | End o | | 6. | Ownership Forr Direct (D) or Indirect (I) (Instr. 4) | n: 7. | Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | v | Amount | (A) | or (D) | Price | - | | | | | | |
| Comr | non Stock | 7/31/01 | S | | 714 | D | | \$4.12 | | | | | | | |
| Comr | non Stock | 7/31/01 | S | | 1,428 | D | | \$4.13 | | | | | | | |
| Comr | mon Stock | 7/31/01 | S | | 714 | D | | \$4.14 | | | | | | | |
| Comr | mon Stock | 7/31/01 | S | | 1,428 | D | | \$4.15 | | | | | | | |
| Comr | mon Stock | 7/31/01 | S | | 718 | D | | \$4.16 | 2, | 269,27 | 78 | | D | | |

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