

YAHOO INC
Form 4/A
July 25, 2007

FORM 4

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

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 OF
SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KERN ARTHUR

(Last) (First) (Middle)

**C/O YAHOO! INC., 701 FIRST
AVENUE**

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
YAHOO INC [YHOO]

3. Date of Earliest Transaction
(Month/Day/Year)
06/12/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/18/2007

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽⁴⁾	06/12/2007 ⁽⁴⁾		A	(A) or (D) 5,000 (1)	\$ 0 142,119	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (4)	\$ 27.05 (4)	06/12/2007(4)		A		15,000		(2)	06/12/2014(4)	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KERN ARTHUR C/O YAHOO! INC. 701 FIRST AVENUE SUNNYVALE, CA 94089	X

Signatures

/s/ Michael J. Callahan, attorney-in-fact, for Arthur H.
Kern

07/25/2007

__Signature of Reporting Person

Date

Explanation of Responses:

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These shares represent restricted stock units granted under the Yahoo! 1996 Directors' Stock Plan (the "Directors' Plan"). Each restricted stock unit represents the contingent right to receive, upon vesting of the unit, one share of Yahoo! common stock. These units are

(1) scheduled to vest ratably, in equal quarterly installments, over a one year period following the date of grant. These units will generally be paid in shares of the Company's common stock on the earlier of the third anniversary of the grant date or the date the director ceases being a member of the board.

(2) This option is scheduled to become exercisable at a rate of 1/4 of the securities underlying the option in equal quarterly installments over a one year period following the date of grant.

(3) Not applicable.

This report amends the report previously filed which, due to an administrative error, incorrectly reported the date of grant of these awards as June 13, 2007. Pursuant to the terms of the Directors' Plan, the correct date of grant was June 12, 2007 (the date of the Company's 2007

(4) Annual Meeting of Stockholders) and the per share exercise price of the options was \$27.05 (the closing price of a share of Yahoo! Inc. common stock on that date).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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