#### 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\*

Washington, D.C. 20549
STATEMENT OF

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

#### 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

2. Issuer Name and Ticker or Trading Symbol

**OMB APPROVAL** 

applicable)

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

 $6. \quad Relationship \ of \ Reporting \ Person(s) \ to \ Issuer \ (Check \ all$ 

Yahoo! Inc.				Net2Phone, I	Inc. (NTOP)						_ Director			<u>X</u> 109	% Owner
(Last) 701 First Avenue	(First)	(Middle)			fication Numberson, if an en			atement for M	Month/Year		Offi (give	cer e title belo	w)		Other (specify below)
Sunnyvale,	(Street)  California	94089					(1	Amendment, Month/Year)	, Date of Original	7.	(Check A	pplicable) 1 filed by ( 11 filed by	One Report More than	ting Pe	erson
(City)	(State)	(Zip)	Tab	le I — Non-I	Derivative Se	curities	Acqui	red, Dispose	d of, or Beneficia	ly Ov	vned				
Title of Security (Instr. 3)	Transaction Date  (Month/ Day/ Ye)		Transact (Instr. 8)		4. Securities of (D) (Instr. 3, 4	•	d (A) o	r Disposed	5. Amount of Beneficially at End of M	Own	ied	Ownership Direct (D) Indirect (I (Instr. 4)	or .	E	Nature of Indirect Beneficial Ownership Instr. 4)
	(Monda Buy 10	)	Code	V	Amount	(A) o	r (D)	Price	(mst. 5 till	)					
Common Stock	11/1/01		S		1,400	D		\$5.71							
Common Stock	11/1/01		S		1,400	D		\$5.74							
Common Stock	11/1/01		S		1,400	D		\$5.77							
Common Stock	11/1/01		S		4,400	D		\$5.80							
Common Stock	11/1/01		S		1,400	D		\$5.85							
Common Stock	11/2/01		S		400	D		\$5.79							
Reminder: Report on a s * If the form is filed by	separate line for each cla more than one reporting	person, see Inst	ruction 4(t AL PERSO INED IN	O)(v). ONS WHO A THIS FORM	ARE TO RES	POND T	RED T	O RESPON	TION OF INFOI D UNLESS THE NUMBER.						(O SEC 1474 (3:
					Pa	age 1 of	16								
FORM 4 (Continued)				Table					isposed of, or Be , convertible secu			1			
1. Title of Derivative (Instr. 3)				action Date th/Day/Year)	4.	Transac (Instr. 8		ode 5.	Number of Der Acquired (A) o (Instr. 3, 4, and	r Disj			Date Exe Date (Mo		le and Expiration ay/Year)
						Code	V		(A)	(Γ	))		Date Exercisab	ole	Expira Date
														-	

7. Title and Amount o (Instr. 3 and 4)	f Underlying Securitie	5	8.	Price of Deri Security (Instr. 5)	vative	9.	:	Number of Deri Securities Benei Owned at End o (Instr. 4)	ficiall	y	10.	Derivat Benefic	ship Form of ive Securitie sially Owned th (Instr. 4)	S	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount of Shares	Number of	-													
explanation of Responses																
*Intentional misstatemen	ts or omissions of fact	s constitute Fed	oral Crimi	nal Violations	San 10			/s/	Susar	ı L. Decker				1	February	1, 2002
J.S.C. 1001 and 15 U.S.C		s constitute red	erai Criiii	ildi violatiolis.	3ee 16			**Signatu	ure of	Reporting P	erson				Da	ite
Note: File three copies of the ee Instruction 6 for proce		h must be manu	ıally signe	d. If space is in:	sufficient,		Susa		lminis	tration and		nance an	d			
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					Pa	age 2 of 1	16									
FORM		U	NITED S	TATES SECU	RITIES AN			GE COMMIS	SION				AD ADDD	OVAT		
			CII	_	<b>FATEMI</b>	_		AMED CHAIN				_	MB APPR			
// Check this box if no lo to Section 16. Form 4 obligations may cont	or Form 5			ANGES IN								Exp	B Number: oires: Decem imated aver	ber 31, 2	2001	s
Instruction 1(	b).	]	Section 1	uant to Section 17(a) of the Pub ection 30(f) of t	lic Utility F	Iolding C	Compa	any Act of 1935				per	response	0.5		
, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	of Reporting Person*			Issuer Name a							6	Relation	shin of Ren	orting Per	rson(s) tu	Issuer (Check
Yahoo! Inc.	or reporting reason		2.	Net2Phone, Inc		i irading	5 Jyli	1001			0.	applicat _ Direct	ole)	rung r ci		Owner
(Last)	(First)	(Middle)	3.	I.R.S. Identific			4.	Statement for M	Ionth/	Year			fficer			Other
701 First Avenue				Reporting Pers (Voluntary)	son, if an en	titiy		11/2001				(gi	ve title belov	v)	(s	specify below)
	(Street)						5.	If Amendment,	Date	of Original	7.	Individu	ıal or Joint/G	roup Fili	ing	
								(Month/Year)		J		(Check For	Applicable) m filed by O orm filed by I	ne Repor	ting Pers	son
Sunnyvale,	California	94089						11/2001					porting Perso			
(City)	(State)	(Zip)	Tab	ole I — Non-De	erivative Se	curities	Acqu	ired, Disposed	of, o	r Beneficiall	y Ov	ned/				
. Title of Security (Instr. 3)	2. Transaction Date	3.	Transact (Instr. 8)		of (D)	•	d (A)	or Disposed		Amount of S Beneficially	Own		Direct (D)	or	В	ature of Indirect
	(Month/ Day/ Ye	ar)			(Instr. 3, 4	anu S)				at End of Mo (Instr. 3 and			Indirect (I) (Instr. 4)			wnership nstr. 4)
	<u> </u>		Code	V	Amount	(A) or	r (D)	Price								
Common Stock	11/2/01		S		400	D		\$5.81								
Common Stock	11/2/01		S		400	D		\$5.88								
Common Stock	11/2/01		S		400	D		\$5.90								

11/2/01 S Common Stock 400 D \$5.92 Common Stock 11/2/01 S 675 D \$6.00 S Common Stock 11/15/01 1,400 D \$5.80

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)

#### 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.

Page 3 of 16

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)

#### 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

Name and Address Yahoo! Inc.	of R	eporting Person*			2.	Issuer Nan Net2Phone		nd Ticker or '	Trading S	Syml	bol			6.	a	elations pplicabl Directo	le)	`	s) to Issuer (Check all 10% Owner
(Last) 701 First Avenue		(First)	(Mide	ile)	3.		Pers	ation Numbe			statement for M	lontl	ı/Year	_	_		icer e title below)	_	Other (specify below)
Sunnyvale,		(Street)  California	94089						5	(1	f Amendment, Month/Year)	Date	of Origina	— 1 7.	((	Check A Forn For	al or Joint/Group Fi Applicable) n filed by One Repo m filed by More th orting Person	orting	Person
(City)		(State)	(Zip)		Tal	ole I — Nor	ı-De	rivative Secu	urities A	cqui	ired, Disposed	of, o	or Benefici	ally O	wn	ed			
Title of Security (Instr. 3)	2.	Transaction Date  (Month/ Day/ Yea	r)	3.	Transac (Instr. 8)	tion Code )	4.	Securities A of (D) (Instr. 3, 4 a	•	(A) (	or Disposed	5.	Amount of Beneficial at End of (Instr. 3 a	ly Owr Month			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		11/15/01			S			1,400	D		\$5.90								
Common Stock		11/15/01			S			3,000	D		\$6.00								
Common Stock		11/15/01			S			1,400	D		\$6.04								
Common Stock		11/15/01			S			1,400	D		\$6.06								
Common Stock		11/15/01			S			1,400	D		\$6.15								
Common Stock		11/16/01			S			1,250	D		\$6.31								

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)

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.

Page 4 of 16

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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)

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

#### Name and Address of Reporting Person\*

Yahoo! Inc.

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

# OMB APPROVAL

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

\_Director

\_ 10% Owner

(Last) 701 First Avenue	(First)	(Middle)	3.		fication Number erson, if an entity		Statement for 11/2001	Month/Year		_		ficer re title below)	Other (specify below)
Sunnyvale,	(Street)  California	94089				5	. If Amendment (Month/Year)  11/2001	t, Date of Orig	inal 7	(C	Check A Forn For	al or Joint/Group Fil Applicable) n filed by One Repo rm filed by More tha orting Person	rting Person
(City)	(State)	(Zip)	Ta	able I — Non-l	Derivative Secu	rities Ac	cquired, Dispose	ed of, or Bene	ficially (	Owne	ed		
Title of Security (Instr. 3)	Transaction Date  (Month/ Day/ Ye)		Transa (Instr.	action Code	4. Securities Adof (D) (Instr. 3, 4 and	cquired ( nd 5)	(A) or Disposed	5. Amoui Benefi at End		ıritie: vned		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/16/01		Code	<b>V</b>		(A) or (l D	D) Price \$6.38						
Common Stock	11/16/01		s			D	\$6.44						
Common Stock	11/16/01		S			D	\$6.47						
Common Stock	11/16/01		S			D	\$6.49						
Common Stock	11/16/01		S			D	\$6.54						
Common Stock	11/16/01		S		1,250	D	\$6.58						
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// Check this box if no lo to Section 16. Form 4 cobligations may conti Instruction 1(t)  (Print or Type Resp.  1. Name and Address of Yahoo! Inc.  (Last)  701 First Avenue  Sunnyvale,  (City)  1. Title of Security	nger subject or Form 5 inue. See o). onses) of Reporting Person*  (First)  (Street)  California  (State)  2. Transaction Date	CONTAI  Uf  (Middle)  94089 (Zip)	NITED  CH  Filed pur Section  2.  3.	STATES SEC  STATES	Page URITIES AND Washington, D.C STATEMEN N BENEFIC In 16(a) of the Seablic Utility Hole of the Investment and Ticker or T Inc. (NTOP) fication Number erson, if an entity  Derivative Secu  4. Securities Ac of (D) (Instr. 3, 4 an	EQUIREALID OF STATE O	ANGE COMMI  OWNERSHI  Exchange Act of mpany Act of 193 my Act of 1940  Symbol  Statement for 11/2001  If Amendment (Month/Year)  11/2001  Equired, Disposed  (A) or Disposed	ND UNLESS 'NUMBER.  SSION  P  1934, 35 or  Month/Year  t, Date of Original Ed of, or Beneficat End	ficially (	RM Read ap	OM OMI Expi Estir per r  elations plicabl Directo (giv  dividue Check A Form Form ne Rep	B Number: 3235- ires: December 31, mated average burd response 0.5  ship of Reporting Pe le) or ficer re title below)  al or Joint/Group Fil Applicable) n filed by One Reporting Person  Ownership Form: Direct (D) or Indirect (I)	20287 2001 len hours  rson(s) to Issuer (Check all  _ 10% Owner  Other (specify below)  ing rting Person n  7. Nature of Indirect Beneficial Ownership
// Check this box if no lo to Section 16. Form 4 cobligations may conti Instruction 1(t)  (Print or Type Resp.  1. Name and Address of Yahoo! Inc.  (Last)  701 First Avenue  Sunnyvale,  (City)  1. Title of Security	nger subject or Form 5 inue. See o). onses) of Reporting Person*  (First)  (Street)  California  (State)  2. Transaction Date	CONTAI  Uf  (Middle)  94089 (Zip)	NITED  CH  Filed pur Section  2.  3.  Transa (Instr. :	STATES SECTOR  STATES	Page URITIES AND Washington, D.C STATEMEN N BENEFIC n 16(a) of the Seablic Utility Hole f the Investment and Ticker or T Inc. (NTOP) fication Number erson, if an entity  Derivative Secu 4. Securities Ac of (D) (Instr. 3, 4 an	EQUIREALID OF STATE O	ANGE COMMI  OWNERSHI  Exchange Act of mpany Act of 193 my Act of 1940  Symbol  Statement for 11/2001  If Amendment (Month/Year)  11/2001  Equired, Disposed  (A) or Disposed	ND UNLESS 'NUMBER.  SSION  P  1934, 35 or  Month/Year  t, Date of Original Ed of, or Beneficat End	ficially (	RM Read ap	OM OMI Expi Estir per r  elations plicabl Directo (giv  dividue Check A Form Form ne Rep	B Number: 3235- ires: December 31, mated average burd response 0.5  ship of Reporting Pe le) or ficer re title below)  al or Joint/Group Fil Applicable) n filed by One Reporting Person  Ownership Form: Direct (D) or Indirect (I)	20287 2001 len hours  rson(s) to Issuer (Check all  _ 10% Owner  Other (specify below)  ing rting Person n  7. Nature of Indirect Beneficial Ownership
// Check this box if no lo to Section 16. Form 4 cobligations may conti Instruction 1(h: (Print or Type Resp.  1. Name and Address of Yahoo! Inc.  (Last)  701 First Avenue  Sunnyvale,  (City)  1. Title of Security (Instr. 3)	nger subject or Form 5 inue. See o). onses) of Reporting Person*  (First)  (Street)  California  (State)  2. Transaction Date  (Month/ Day/ Ye	CONTAI  Uf  (Middle)  94089 (Zip)	NITED  CH Section  2.  3.  Transa (Instr. :	STATES SECTOR  STATES	Page URITIES AND Washington, D.0 STATEMEN N BENEFIC In 16(a) of the Seablic Utility Hole of the Investment and Ticker or T Inc. (NTOP) fication Number erson, if an entity  Derivative Secu  Securities Ac of (D) (Instr. 3, 4 an Amount 1,250	EQUIREALID OF STATE O	ANGE COMMI  OWNERSHI  Exchange Act of mpany Act of 193 my Act of 1940  Symbol  Symbol  If Amendment (Month/Year)  11/2001  Equired, Disposed  A) or Disposed  D) Price	ND UNLESS 'NUMBER.  SSION  P  1934, 35 or  Month/Year  t, Date of Original Ed of, or Beneficat End	ficially (	RM Read ap	OM OMI Expi Estir per r  elations plicabl Directo (giv  dividue Check A Form Form ne Rep	B Number: 3235- ires: December 31, mated average burd response 0.5  ship of Reporting Pe le) or ficer re title below)  al or Joint/Group Fil Applicable) n filed by One Reporting Person  Ownership Form: Direct (D) or Indirect (I)	20287 2001 len hours  rson(s) to Issuer (Check all  _ 10% Owner  Other (specify below)  ing rting Person n  7. Nature of Indirect Beneficial Ownership

D

D

D

\$6.55

\$6.60

\$6.65

1,300

5,200

1,300

11/19/01

11/19/01

11/19/01

Common Stock

Common Stock

Common Stock

S

S

S

## 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.

Page 6 of 16

#### FORM 4

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

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

#### STATEMENT OF **CHANGES IN BENEFICIAL OWNERSHIP**

#### **OMB APPROVAL**

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

	Instruction 1() (Print or Type Resp	•	es)			Section 1	17(a) of tl	he Pub	16(a) of the Solic Utility Ho the Investmen	olding (	Com	pany	Act of 193		•		per —	response 0.5		
1.	Name and Address Yahoo! Inc.	of R	eporting Person*			2.			nd Ticker or	Tradin	g Sy	mbol	l			6.	Relation applicab	ole)		(s) to Issuer (Check all
	(Last)		(First)	(Midd	le)	3.		ng Pers	cation Numberson, if an ent		4.	State	ement for N	/Iontl	ı/Year	ı		ficer ve title below)	_	Other (specify below)
	701 First Avenue							3,				11/2	2001							
			(Street)								5.		mendment, onth/Year)	Date	of Original	7.	(Check .	nal or Joint/Group Applicable) m filed by One Re	eporting Person(1 dow)  t/Group Filing e) One Reporting y More than rsson  nip Form: 7. O) or (I)	Person
	Sunnyvale,		California	94089								11/2	2001					porting Person	uidii	
	(City)		(State)	(Zip)		Tab	ole I — N	lon-De	erivative Sec	urities	Acq	uirec	d, Disposed	l of, o	or Beneficial	ly O	wned			
1.	Title of Security (Instr. 3)	2.	Transaction Date		3.	Transact (Instr. 8)		e 4.	Securities of (D) (Instr. 3, 4	-	ed (A	) or I	Disposed	5.	Amount of S Beneficially at End of Mo	Owr onth		Ownership Forn Direct (D) or Indirect (I) (Instr. 4)	ı: 7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			(Month/ Day/ Yea	ır)		Code	v		Amount	(A) o	or (D	)	Price		(Instr. 3 and	4)				
	Common Stock		11/20/01			S			714	D			\$6.15							
	Common Stock		11/20/01			S			2,146	D			\$6.20							
	Common Stock		11/20/01			S			714	D			\$6.32							
	Common Stock		11/20/01			S			1,428	D			\$6.35							
	Common Stock		11/20/01			S			714	D			\$6.36							
	Common Stock		11/20/01			S			1,428	D			\$6.45							

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

(Street)

(Over) SEC 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.

Page 7 of 16

#### 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 Estimated average burden hours Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Instruction 1(b). per response .... 0.5 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 applicable) Net2Phone, Inc. (NTOP) \_ Director Yahoo! Inc. 10% Owner (Last) (First) (Middle) I.R.S. Identification Number of 4. Statement for Month/Year Officer Other (give title below) Reporting Person, if an entity (specify below) (Voluntary) 701 First Avenue 11/2001

If Amendment, Date of Original

(Month/Year)

Individual or Joint/Group Filing

Form filed by One Reporting Person Form filed by More than

(Check Applicable)

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

	Sunnyvale,	California	94089						11/	2001		One I	Reporting	g Person	
	(City)	(State)	(Zip)		Tabl	le I — No	n-De	erivative Sec	curities Acquir	ed, Dispose	d of,	or Beneficially Owned			
1.	Title of Security (Instr. 3)	Transaction Date  (Month/ Day/ Yea	3. rr)	Tran (Inst		on Code	4.	Securities of (D) (Instr. 3, 4	Acquired (A) or and 5)	Disposed	5.	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Dire	nership Form: ct (D) or rect (I) r. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
			,	Cod	e	V		Amount	(A) or (D)	Price		,			
	Common Stock	11/20/01		S				1,428	D	\$6.60					
	Common Stock	11/20/01		S				1,428	D	\$6.61					
	Common Stock	11/21/01		S				4,256	D	\$6.15					
	Common Stock	11/21/01		S				2,856	D	\$6.16					
	Common Stock	11/21/01		S				714	D	\$6.17					
	Common Stock	11/21/01		S				714	D	\$6.22					

(Over) SEC 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.

Page 8 of 16

// 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)

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

#### FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

# **OMB APPROVAL**

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

1.	Name and Address Yahoo! Inc.	of R	eporting Person*			2.			and Ticker or	Trading	g Sy	mbol			6.	aŗ	elation plicab Direct	ole)	•	s) to Issuer (Check all 0% Owner
	(Last) 701 First Avenue		(First)	(Middl	e)	3.	Repo		cation Numbe son, if an enti		4.	Statement for 11/2001	Mon	th/Year		_		ficer ve title below)	_	Other (specify below)
			(Street)								5.	If Amendmer (Month/Year)		te of Origin	al 7.		Check A	al or Joint/Group Fil Applicable) m filed by One Repo rm filed by More tha	ting !	Person
	Sunnyvale,		California	94089								11/2001				O	ne Rep	oorting Person		
	(City)		(State)	(Zip)		Tab	ole I —	– Non-D	erivative Sec	urities	Acq	uired, Dispos	ed of,	or Benefic	ially O	wne	ed			
1.	Title of Security (Instr. 3)	2.	Transaction Date			Transact (Instr. 8)		ode 4.	Securities A of (D) (Instr. 3, 4 a	•	d (A	) or Disposed	5.	Amount Beneficia at End of	lly Ow Month	ned	s 6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			(Month/ Day/ Yea	ш)		Code	V		Amount	(A) or	r (D)	Price		(Instr. 3 a	ma 4)					
Ξ	Common Stock		11/21/01			S			714	D		\$6.26								
	Common Stock		11/21/01			S			746	D		\$6.35								
	Common Stock		11/23/01			S			2,500	D		\$6.20								
	Common Stock		11/23/01			S			1,250	D		\$6.21								
	Common Stock		11/23/01			S			1,250	D		\$6.24								
	Common Stock		11/23/01			S			1,250	D		\$6.26								

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).

SEC 1474 (3-99)

#### FORM 4

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

#### 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

	(Print or Type Resp	ons	es)			S	ection 30(	f) of t	he Investme	nt Com	pany	Act of 19	940							
1.	Name and Address of Yahoo! Inc.	of R	eporting Person*			2.			nd Ticker or	Trading	g Sy	mbol			6.	Relationapplica			(s) to Issue 10% Owne	`
	(Last) 701 First Avenue		(First)	(Midd	le)	3.		g Pers	ation Numb		4.	Statemen	nt for Mont	h/Year			officer ive title below)	_	Other (specify	below)
	Sunnyvale,		(Street)  California	94089							5.	If Amend (Month/	dment, Dat Year)	e of Origin	al 7.	(Check Fo F	ual or Joint/Group Applicable) rm filed by One Roorm filed by More eporting Person	eporting	Person	
	(City)		(State)	(Zip)		Tab	ole I — No	on-De	rivative Sec	curities	Acq	juired, Di	sposed of,	or Benefic	ially O	wned				
1.	Title of Security (Instr. 3)	2.	Transaction Date  (Month/ Day/ Yea			Transact (Instr. 8)	tion Code ) V	4.	Securities of (D) (Instr. 3, 4	•			osed 5.	Amount of Beneficia at End of (Instr. 3 a	lly Owi Month		. Ownership Ford Direct (D) or Indirect (I) (Instr. 4)	n: 7.	Nature o Benefici Ownersh (Instr. 4)	al nip
	Common Stock		11/23/01			S			1,250	D		\$6	5.32							
	Common Stock		11/23/01			S			2,500	D		\$6	5.35							
	Common Stock		11/26/01			S			1,785	D		\$6	5.10							
	Common Stock		11/26/01			S			1,785	D		\$6	5.17							
	Common Stock		11/26/01			S			1,785	D		\$6	5.20							
	Common Stock		11/26/01			S			1,785	D		\$6	5.21							

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)

(Instr. 4)

(Instr. 4)

# 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.

#### Page 10 of 16 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL FORM 4 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 obligations may continue. See Expires: December 31, 2001 Estimated average burden hours Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Instruction 1(b). per response .... 0.5 Section 17(a) of the Public Utility Holding Company Act of 1935 or (Print or Type Responses) Section 30(f) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol Name and Address of Reporting Person\* 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) \_ 10% Owner Yahoo! Inc. Net2Phone, Inc. (NTOP) \_ Director (Last) (First) (Middle) I.R.S. Identification Number of 4. Statement for Month/Year Officer Other Reporting Person, if an entity (give title below) (specify below) (Voluntary) 701 First Avenue 11/2001 If Amendment, Date of Original Individual or Joint/Group Filing (Street) (Month/Year) (Check Applicable) Form filed by One Reporting Person Form filed by More than One Reporting Person Sunnyvale, California 94089 11/2001 (City) (State) (Zip) Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. Nature of Indirect Title of Security 2. Transaction Date 3. Transaction Code Securities Acquired (A) or Disposed Amount of Securities Ownership Form: Beneficially Owned Direct (D) or Beneficial (Instr. 3) (Instr. 8) of (D) (Instr. 3, 4 and 5) at End of Month Indirect (Í) Ownership

	(Month/ Day/ Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)
Common Stock	11/26/01	S		7,140	D	\$6.22	
Common Stock	11/26/01	S		1,428	D	\$6.23	
Common Stock	11/26/01	S		714	D	\$6.24	
Common Stock	11/26/01	S		1,785	D	\$6.25	
Common Stock	11/26/01	S		895	D	\$6.29	
Common Stock	11/26/01	S		898	D	\$6.39	

(Over) SEC 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.

Page 11 of 16

### 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)

#### 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

1.	Name and Address Yahoo! Inc.	of R	Reporting Person*		2			and Ticker or ac. (NTOP)	r Trading	Syr	nbol			6.	Relation applicat _ Direct	ole)		(s) to Issuer (Check all 10% Owner
	(Last)		(First)	(Middle)	3		ting Per	cation Numb son, if an ent		4.	Statement for M	1ontl	ı/Year			fficer ve title below)	_	Other (specify below)
	701 First Avenue					( void	intary)				11/2001			_				
			(Street)							5.	If Amendment, (Month/Year)	Date	of Original	7.	(Check For	ual or Joint/Group F Applicable) m filed by One Rep orm filed by More th	orting	Person
	Sunnyvale,		California	94089							11/2001				One Re			
	(City)		(State)	(Zip)	Т	able I —	- Non-D	erivative Sec	curities A	Acq	uired, Disposed	l of, d	or Beneficial	ly Ov	vned			
1.	Title of Security (Instr. 3)	2.	Transaction Date	3.	Trans (Instr.	action Co 8)	ode 4.	Securities of (D) (Instr. 3, 4	•	(A)	or Disposed	5.	Amount of S Beneficially at End of M	Own		Direct (D) or Indirect (I)	7.	Nature of Indirect Beneficial Ownership
			(Month/ Day/ Yea	r)	_								(Instr. 3 and	4)		(Instr. 4)		(Instr. 4)
					Code	V		Amount	(A) or	(D)	Price							
	Common Stock		11/27/01		S			1,430	D		\$6.05							
	Common Stock		11/27/01		S			1,430	D		\$6.06							
	Common Stock		11/27/01		S			4,290	D		\$6.08							
	Common Stock		11/27/01		S			1,410	D		\$6.09							
	Common Stock		11/27/01		S			1,430	D		\$6.10							
	Common Stock		11/27/01		S			4,290	D		\$6.11							

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).

(Over) SEC 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.

Page 12 of 16

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

> STATEMENT OF **CHANGES IN BENEFICIAL OWNERSHIP**

**OMB APPROVAL** 

OMB Number: 3235-0287 Expires: December 31, 2001

FORM 4

// Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may contin Instruction 1(b)	).		d pursuant to Section ction 17(a) of the Pub						Estimated average bur per response 0.5	rden hours
(Print or Type Respo			Section 30(f) of a	the Investmen	nt Compa	any Act of 1940	01	6.	Relationship of Reporting P	erson(s) to Issuer (Check all
Yahoo! Inc.	reporting reison		Net2Phone, In		riuumg	Symbol		0.	applicable) _ Director	_ 10% Owner
(Last)	(First)	(Middle)	3. I.R.S. Identific			4. Statement for M	onth/Year		Officer (give title below)	Other (specify below)
701 First Avenue			(Voluntary)	ŕ	,	11/2001			,	(1 )
	(Street)					5. If Amendment, I (Month/Year)	Date of Original	7.	Individual or Joint/Group F (Check Applicable) Form filed by One Rep	orting Person
Sunnyvale,	California	94089				11/2001			Form filed by More the One Reporting Person	an
(City)	(State)	(Zip)	Table I — Non-De	erivative Sec	urities A	cquired, Disposed	of, or Beneficially	y Ov	vned	
. Title of Security (Instr. 3)	2. Transaction Date		ransaction Code 4.	Securities A of (D) (Instr. 3, 4 a	•	(A) or Disposed	5. Amount of So Beneficially of at End of Mo	Own	ned Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
	(Month/ Day/ Yea		ode V	Amount	(A) or (	(D) Price	(Instr. 3 and 4	4)	(Instr. 4)	(Instr. 4)
Common Stock	11/27/01	S		1,430	D	\$6.13				
Common Stock	11/27/01	S		1,430	D	\$6.14				
Common Stock	11/27/01	S		1,430	D	\$6.15				
Common Stock	11/27/01	S		1,430	D	\$6.16				
Common Stock	11/28/01	S		1,430	D	\$5.55				
Common Stock	11/28/01	S		1,430	D	\$5.61				
eminder: Report on a sepa				ly or indirectl	y.					(Over)
If the form is filed by mor	re than one reporting p		10n 4(b)(v). PERSONS WHO AI	RE TO RESP	OND TO	O THE COLLECT	ION OF INFOR	ΜA	TION	SEC 1474 (3-99)
			ED IN THIS FORM	ARE NOT R	EQUIR		UNLESS THE I			
				Pag	e 13 of 1	6				
		UNIT	TED STATES SECU				ION			
FORM	4			ashington, D					OMB APPROVA	L
/ Check this box if no lon to Section 16. Form 4 o obligations may contin Instruction 1(b)	r Form 5 nue. <i>See</i>	Filed	CHANGES IN  d pursuant to Section ction 17(a) of the Pub	BENEFIC 16(a) of the S	CIAL (	OWNERSHIP  S Exchange Act of 19			OMB Number: 3235 Expires: December 31 Estimated average bur per response 0.5	, 2001
(Print or Type Respo	onses)		Section 30(f) of							
. Name and Address of Yahoo! Inc.	f Reporting Person*		Issuer Name a     Net2Phone, In		Trading	Symbol		6.	Relationship of Reporting Papplicable) _ Director	erson(s) to Issuer (Check all _ 10% Owner
(Last)	(First)	(Middle)	3. I.R.S. Identific			4. Statement for M	onth/Year		Officer (give title below)	Other (specify below)
701 First Avenue			(Voluntary)	,	,	11/2001			<u></u>	( <u> </u>
	(Street)					5. If Amendment, I (Month/Year)	Date of Original	7.	Individual or Joint/Group F (Check Applicable) Form filed by One Rep	orting Person
Sunnyvale,	California	94089				11/2001			Form filed by More the One Reporting Person	an
(City)	(State)	(Zip)	Table I — Non-Do	erivative Sec	urities A	cquired, Disposed	of, or Beneficially	y Ov	wned	

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

(A) or (D)

D

D

Price

\$5.66

\$5.69

Amount

1,430

2,840

1. Title of Security (Instr. 3)

Common Stock

Common Stock

2. Transaction Date

11/28/01

11/28/01

(Month/ Day/ Year)

3. Transaction Code (Instr. 8)

Code

S

S

V

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

5. Amount of Securities Beneficially Owned at End of Month

(Instr. 3 and 4)

Common Stock	11/28/01	S	2,860	D	\$5.70	
Common Stock	11/28/01	S	1,430	D	\$5.76	
Common Stock	11/28/01	S	1,430	D	\$5.83	
Common Stock	11/28/01	S	1,430	D	\$5.84	

(Over) SEC 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.

Page 14 of 16

	FORM	[ 4	UN	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									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										r: 3235-0287 mber 31, 2001 erae burden hours 0.5			
1.	Name and Address of Yahoo! Inc.	of Reporting Person*		2.		e <b>and</b> Ticker or	r Trading	g Syr	nbol		6.	Relation applicab _ Direct	ole)	erson(s) to Issuer (Check a			
	(Last) 701 First Avenue	(First)	(Middle)	3.		rification Numb Person, if an en			Statement for Month/Year				ficer ve title below)	Other (specify below)			
(Street)									If Amendment, (Month/Year)	Date of Original	7.	(Check .	ual or Joint/Group Fil Applicable) m filed by One Repo orm filed by More tha	e Reporting Person			
	Sunnyvale,	California	94089						11/2001				porting Person				
	(City)	(State)	(Zip)	Ta	ble I — Non	-Derivative Se	curities	Acqı	uired, Disposed	l of, or Beneficially	y Ow	ned					
1.				(Instr. 8) of (D) E (Instr. 3, 4 and 5)					5. Amount of So Beneficially of at End of Mo	Own nth		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
		(Month/ Day/ Yea	ar)	Code	V	Amount	(A) or	r (D)	Price	(Instr. 3 and 4	4)						
	Common Stock	11/28/01		S		5,720	D		\$5.85								
	Common Stock	11/29/01		S		1,430	D		\$5.20								
	Common Stock	11/29/01		S		1,430	D		\$5.22								
	Common Stock	11/29/01		S		1,430	D		\$5.24								
	Common Stock	11/29/01		S		5,720	D		\$5.25								
	Common Stock	11/29/01		S		1,430	D		\$5.28								
_																	

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)

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.

Page 15 of 16

### 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)

Yahoo! Inc.

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

#### Name and Address of Reporting Person\*

2. Issuer Name and Ticker or Trading Symbol

Net2Phone, Inc. (NTOP)

# **OMB APPROVAL**

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
\_ Director

\_ 10% Owner

(Last) 701 First Avenue			Reporti	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			4. Statement for Month/Year 11/2001					Officer (give title below)			Other (specify below)
(Street)						5. If Amendment, Date of Original (Month/Year)			7.	(Check Applicable)Form filed by One Reporting Person			Person		
Sunnyvale,	California	94089						11/2001				Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I — N	lon-De	erivative Sec	urities .	Acqı	ıired, Disposed	l of,	or Beneficiall	y Ov	vned			
1. Title of Security (Instr. 3)	Transaction Date  (Month/ Day/ Ye)	Transaction Cod (Instr. 8)	ransaction Code 4. Securities Acqui of (D) (Instr. 3, 4 and 5			. , .			5. Amount of Beneficially at End of M			Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Monui/ Day/ Ye	(Month Day Tear)			Amount	mount (A) or (D) Price			(Instr. 3 and		4)				
Common Stock	11/29/01	:	S		1,430	D		\$5.29							
Common Stock	11/29/01	:	S		1,430	D		\$5.32							
Common Stock	11/29/01	:	S		1,410	D		\$5.54							
Common Stock	11/29/01	:	S		2,860	D		\$5.61							
Common Stock	11/29/01		S		1,430	D		\$5.65							
Common Stock	11/30/01		S		20,000	D		\$5.38		1,651,603					

(Over) SEC 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.

Page 16 of 16