

FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

// 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

1. Name and Address of Reporting Person*
Yahoo! Inc.
2. Issuer Name and Ticker or Trading Symbol
Net2Phone, Inc. (NTOF)
6. Relationship of Reporting Person(s) to Issuer
Director
10% Owner
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
77-0398689
4. Statement for Month/Year
08/2001
7. Individual or Joint/Group Filing
Form filed by One Reporting Person

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired (A) or Disposed of (D), Amount of Securities Beneficially Owned at End of Month, Ownership Form, Nature of Indirect Beneficial Ownership. Includes rows for Common Stock transactions.

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)

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FORM 4 (continued)

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

Table with 6 columns: Title of Derivative Security, Conversion or Exercise Price of Derivative Security, Transaction Date, Transaction Code, Number of Derivative Securities Acquired (A) or Disposed of (D), Date Exercisable and Expiration Date. Includes rows for derivative securities.

Title Amount or Number of Shares

Explanation of Responses:

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

/s/ Susan L. Decker

September 10, 2001

**Signature of Reporting Person

Date

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

Susan L. Decker, Senior Vice President, Finance and Administration and Chief Financial Officer

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

1. Name and Address of Reporting Person* Yahoo! Inc. 2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI) 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Year 08/2001 5. If Amendment, Date of Original (Month/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) 7. Individual or Joint/Group Filing (Check Applicable)

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired (A) or Disposed of (D), Amount of Securities Beneficially Owned at End of Month, Ownership Form, Nature of Indirect Beneficial Ownership. Includes rows for Common Stock transactions.

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1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)	Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (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 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			
Common Stock	8/2/01	S	714	D	\$4.15		
Common Stock	8/2/01	S	718	D	\$4.36		
Common Stock	8/2/01	S	714	D	\$4.38		
Common Stock	8/2/01	S	714	D	\$4.39		
Common Stock	8/2/01	S	714	D	\$4.46		
Common Stock	8/2/01	S	2,142	D	\$4.55		

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1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)	Table I—Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial
			Code	V			

		Code	V	Amount	(A) or (D)	Price
Common Stock	8/2/01	S		1,428	D	\$4.58
Common Stock	8/2/01	S		714	D	\$4.64
Common Stock	8/2/01	S		714	D	\$4.65
Common Stock	8/2/01	S		714	D	\$4.66
Common Stock	8/2/01	S		714	D	\$4.85
Common Stock	8/3/01	S		1,428	D	\$4.41

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
SEC 1474 (3-99)

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)		
Sunnyvale,	California	94089		<input type="checkbox"/> Form filed by One Reporting Person	<input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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		Code	V	Amount (A) or (D)	Price	
Common Stock	8/3/01	S		714	D	\$4.42
Common Stock	8/3/01	S		714	D	\$4.45
Common Stock	8/3/01	S		718	D	\$4.52
Common Stock	8/3/01	S		2,142	D	\$4.55
Common Stock	8/3/01	S		714	D	\$4.56
Common Stock	8/3/01	S		714	D	\$4.57

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(Last) (First) (Middle) 3. IRS Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Year 08/2001
 701 First Avenue
 Director
 Officer
 (give title below) 10% Owner
 Other
 (specify below)

(Street)

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

Sunnyvale, California 94089

(City) (State) (Zip)

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

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		Code	V				
Common Stock	8/3/01	S		714 D	\$4.61		
Common Stock	8/3/01	S		1,428 D	\$4.62		
Common Stock	8/3/01	S		714 D	\$4.65		
Common Stock	8/6/01	S		718 D	\$4.36		
Common Stock	8/6/01	S		2,142 D	\$4.38		
Common Stock	8/6/01	S		2,142 D	\$4.40		

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

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1. Name and Address of Reporting Person* Yahoo! Inc.
 (Last) (First) (Middle) 2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)
 701 First Avenue 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Year 08/2001
 Director
 Officer
 (give title below) 10% Owner
 Other
 (specify below)

(Street)

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

7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
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Sunnyvale, California 94089

(City) (State) (Zip)

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		Code	V				
Common Stock	8/6/01	S		1,428 D	\$4.41		
Common Stock	8/6/01	S		714 D	\$4.40		
Common Stock	8/6/01	S		1,428 D	\$4.45		
Common Stock	8/6/01	S		714 D	\$4.50		
Common Stock	8/6/01	S		714 D	\$4.55		
Common Stock	8/7/01	S		1,428 D	\$4.30		

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1. Name and Address of Reporting Person* Yahoo! Inc. 2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOPI) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 77-0398689 4. Statement for Month/Year 08/2001 5. If Amendment, Date of Original (Month/Year) 7. Individual or Joint/Group Filing (Check Applicable)

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired (A) or Disposed of (D), Amount of Securities Beneficially Owned at End of Month, Ownership Form, Nature of Indirect Beneficial Ownership. Rows include Common Stock transactions on 8/7/01.

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired (A) or Disposed of (D), Amount of Securities Beneficially Owned at End of Month, Ownership Form, Nature of Indirect Beneficial Ownership.

		Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)
Common Stock	8/7/01	S		714	D	\$4.39	
Common Stock	8/7/01	S		1,428	D	\$4.42	
Common Stock	8/8/01	S		714	D	\$4.22	
Common Stock	8/8/01	S		714	D	\$4.26	
Common Stock	8/8/01	S		718	D	\$4.29	
Common Stock	8/8/01	S		714	D	\$4.32	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)				

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1. Title of Security (Instr. 3)	2. Transaction Date (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 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	
Common Stock	8/8/01	S		714	D	\$4.34
Common Stock	8/8/01	S		1,428	D	\$4.36
Common Stock	8/8/01	S		714	D	\$4.37
Common Stock	8/8/01	S		2,142	D	\$4.38
Common Stock	8/8/01	S		714	D	\$4.39
Common Stock	8/8/01	S		714	D	\$4.40

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
					<input type="checkbox"/> Officer	<input type="checkbox"/> Other

(Street)

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

Sunnyvale, California 94089

(City) (State) (Zip)

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired/Disposed, Amount, Ownership Form, Nature of Ownership. Rows include Common Stock transactions from 8/8/01 to 8/9/01.

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Table with 3 columns: Name and Address of Reporting Person, Issuer Name and Ticker, Relationship of Reporting Person(s) to Issuer. Includes Yahoo! Inc. and Net2Phone, Inc.

(Street)

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

Sunnyvale, California 94089

(City) (State) (Zip)

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (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 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			
Common Stock	8/9/01	S	718	D	\$4.25		
Common Stock	8/10/01	S	714	D	\$4.00		
Common Stock	8/10/01	S	1,428	D	\$4.12		
Common Stock	8/10/01	S	1,428	D	\$4.13		
Common Stock	8/10/01	S	714	D	\$4.14		
Common Stock	8/10/01	S	714	D	\$4.17		

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.

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

FORM 4

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

// 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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (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 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			
Common Stock	8/10/01	S	714	D	\$4.19		

Common Stock	8/10/01	S	714	D	\$4.22
Common Stock	8/10/01	S	1,432	D	\$4.26
Common Stock	8/10/01	S	714	D	\$4.27
Common Stock	8/10/01	S	714	D	\$4.42
Common Stock	8/10/01	S	714	D	\$4.52

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 **OMB APPROVAL**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)				(give title below) (specify below)	
Sunnyvale,	California	94089		5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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	Amount (A) or (D)	Price	
Common Stock	8/13/01	S		714 D	\$3.88	
Common Stock	8/13/01	S		714 D	\$3.89	
Common Stock	8/13/01	S		2,146 D	\$3.90	
Common Stock	8/13/01	S		714 D	\$3.92	
Common Stock	8/13/01	S		714 D	\$4.04	
Common Stock	8/13/01	S		1,428 D	\$4.05	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 **OMB APPROVAL**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)				(give title below) (specify below)	
				5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
					<input type="checkbox"/> Form filed by One Reporting Person	

Sunnyvale, California 94089

(City) (State) (Zip)

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired/Disposed, Amount of Securities Beneficially Owned, Ownership Form, Nature of Indirect Beneficial Ownership. Rows include Common Stock transactions from 8/13/01 to 8/14/01.

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.

FORM 4

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

OMB APPROVAL

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

// 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)

Form fields for reporting person details: Name and Address of Reporting Person* (Yahoo! Inc.), Issuer Name and Ticker (Net2Phone, Inc. (NTOPI)), Relationship of Reporting Person(s) to Issuer, IRS Identification Number, Statement for Month/Year (08/2001), and Individual or Joint/Group Filing information.

(City) (State) (Zip)

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

Table with 7 columns: Title of Security, Transaction Date, Transaction Code, Securities Acquired/Disposed, Amount of Securities Beneficially Owned, Ownership Form, Nature of Indirect Beneficial Ownership. Rows include Common Stock transactions from 8/14/01 to 8/15/01.

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)

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FORM 4

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

OMB APPROVAL

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(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)		5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (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 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			
Common Stock	8/15/01	S	1,428	D	\$3.90		
Common Stock	8/15/01	S	1,428	D	\$3.95		
Common Stock	8/15/01	S	714	D	\$3.96		
Common Stock	8/15/01	S	1,428	D	\$3.97		
Common Stock	8/15/01	S	2,146	D	\$3.98		
Common Stock	8/15/01	S	714	D	\$3.97		

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)

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FORM 4

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

OMB APPROVAL

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(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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)		5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (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 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			
Common Stock	8/15/01	S	1,428	D	\$4.02		
Common Stock	8/16/01	S	4,284	D	\$3.95		
Common Stock	8/16/01	S	2,142	D	\$3.96		

Common Stock	8/16/01	S	1,428	D	\$3.97
Common Stock	8/16/01	S	714	D	\$3.98
Common Stock	8/16/01	S	718	D	\$3.99

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

Page 20 of 33 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

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

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 (Print or Type Responses)

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)				(give title below) (specify below)	
Sunnyvale,	California	94089			7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)		5. If Amendment, Date of Original (Month/Year)	<input type="checkbox"/> Form filed by One Reporting Person	
					<input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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	Amount (A) or (D)	Price	
Common Stock	8/16/01	S		714 D	\$4.02	
Common Stock	8/17/01	S		714 D	\$3.90	
Common Stock	8/17/01	S		714 D	\$3.91	
Common Stock	8/17/01	S		714 D	\$3.92	
Common Stock	8/17/01	S		2,142 D	\$3.97	
Common Stock	8/17/01	S		714 D	\$3.98	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)

Page 21 of 33 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

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

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 (Print or Type Responses)

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)				(give title below) (specify below)	
Sunnyvale,	California	94089			7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)		5. If Amendment, Date of Original (Month/Year)	<input type="checkbox"/> Form filed by One Reporting Person	
					<input type="checkbox"/> Form filed by More than One Reporting Person	

(City) (State) (Zip)

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

Table with 7 columns: 1. Title of Security (Instr. 3), 2. Transaction Date (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 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). Rows include Common Stock transactions from 8/17/01 to 8/20/01.

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)

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FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

Form fields for reporting person details: 1. Name and Address of Reporting Person* (Yahoo! Inc., 701 First Avenue, Sunnyvale, California, 94089), 2. Issuer Name and Ticker or Trading Symbol (Net2Phone, Inc. (NTOPI)), 3. IRS Identification Number of Reporting Person, if an entity (Voluntary), 4. Statement for Month/Year (08/2001), 5. If Amendment, Date of Original (Month/Year), 6. Relationship of Reporting Person(s) to Issuer (Check all applicable), 7. Individual or Joint/Group Filing (Check Applicable).

(City) (State) (Zip)

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

Table with 7 columns: 1. Title of Security (Instr. 3), 2. Transaction Date (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 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). Rows include Common Stock transactions from 8/20/01 to 8/21/01.

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)

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FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year	
701 First Avenue					08/2001	
(Street)					<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
Sunnyvale, California 94089			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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	Amount			
Common Stock	8/21/01	S	2,142	D	\$3.96			
Common Stock	8/21/01	S	714	D	\$4.00			
Common Stock	8/22/01	S	714	D	\$3.88			
Common Stock	8/22/01	S	1,428	D	\$3.89			
Common Stock	8/22/01	S	3,215	D	\$3.90			
Common Stock	8/22/01	S	714	D	\$3.91			

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)

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FORM 4

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

OMB APPROVAL

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(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

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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year	
701 First Avenue					08/2001	
(Street)					<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
Sunnyvale, California 94089			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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	Amount			
Common Stock	8/22/01	S	1,787	D	\$3.93			
Common Stock	8/22/01	S	2,142	D	\$3.95			
Common Stock	8/23/01	S	714	D	\$3.84			
Common Stock	8/23/01	S	2,856	D	\$3.90			

Common Stock	8/23/01	S	2,860	D	\$3.91
Common Stock	8/23/01	S	2,142	D	\$3.92

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
 SEC 1474 (3-99)

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FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

// 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

1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(Street)					(give title below) (specify below)	
Sunnyvale,	California	94089	5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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			
Common Stock	8/23/01	S	714	D	\$3.93		
Common Stock	8/23/01	S	714	D	\$4.00		
Common Stock	8/24/01	S	850	D	\$3.81		
Common Stock	8/24/01	S	1,500	D	\$3.84		
Common Stock	8/24/01	S	700	D	\$3.85		
Common Stock	8/24/01	S	2,350	D	\$3.86		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
 SEC 1474 (3-99)

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FORM 4

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(Street)					(give title below) (specify below)	
Sunnyvale,	California	94089	5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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		Code	V				
Common Stock	8/24/01	S		2,200 D	\$3.89		
Common Stock	8/24/01	S		850 D	\$3.90		
Common Stock	8/24/01	S		714 D	\$3.92		
Common Stock	8/24/01	S		836 D	\$3.93		
Common Stock	8/27/01	S		1,400 D	\$3.80		
Common Stock	8/27/01	S		2,100 D	\$3.87		

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year	
701 First Avenue					08/2001	
(Street)			5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale, California 94089					<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (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 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				
Common Stock	8/27/01	S		700 D	\$3.89		
Common Stock	8/27/01	S		1,470 D	\$3.91		
Common Stock	8/27/01	S		770 D	\$3.92		
Common Stock	8/27/01	S		760 D	\$3.94		
Common Stock	8/27/01	S		1,400 D	\$3.95		
Common Stock	8/27/01	S		1,400 D	\$3.96		

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(Over)
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Washington, D.C. 20549**

OMB APPROVAL

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1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)			<input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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			
Common Stock	8/28/01	S	714	D	\$3.67		
Common Stock	8/28/01	S	714	D	\$3.85		
Common Stock	8/28/01	S	714	D	\$3.87		
Common Stock	8/28/01	S	3,602	D	\$3.90		
Common Stock	8/28/01	S	1,428	D	\$3.91		
Common Stock	8/28/01	S	1,400	D	\$3.93		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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(Over)
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1. Name and Address of Reporting Person* Yahoo! Inc.			2. Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOF)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 08/2001	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue					<input type="checkbox"/> Officer	<input type="checkbox"/> Other
	(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
Sunnyvale,	California	94089			<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)			<input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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			
Common Stock	8/28/01	S	714	D	\$3.94		
Common Stock	8/28/01	S	714	D	\$3.95		
Common Stock	8/29/01	S	5,684	D	\$3.90		
Common Stock	8/29/01	S	2,856	D	\$3.91		
Common Stock	8/29/01	S	1,460	D	\$3.98		

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(Over)
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(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)					
Sunnyvale,	California	94089		5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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			Code	V	Amount			
Common Stock	8/30/01	S			2,114	D	\$3.90	
Common Stock	8/30/01	S			714	D	\$3.91	
Common Stock	8/30/01	S			3,756	D	\$3.93	
Common Stock	8/30/01	S			902	D	\$3.94	
Common Stock	8/30/01	S			1,800	D	\$3.95	
Common Stock	8/31/01	S			718	D	\$4.11	

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(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
701 First Avenue				08/2001	<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
	(Street)					
Sunnyvale,	California	94089		5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable)	
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of	5. Amount of	6. Ownership Form:	7. Nature of
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		Code	V	Amount	(A) or (D)	Price
Common Stock	8/31/01	S		714	D	\$4.00
Common Stock	8/31/01	S		1,428	D	\$4.01
Common Stock	8/31/01	S		714	D	\$4.03
Common Stock	8/31/01	S		714	D	\$4.10
Common Stock	8/31/01	S		714	D	\$4.09
Common Stock	8/31/01	S		1,428	D	\$3.97

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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 **OMB APPROVAL**

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1. Name and Address of Reporting Person*
 Yahoo! Inc.
 (Last) (First) (Middle)
 701 First Avenue
 (Street)
 Sunnyvale, California 94089
 (City) (State) (Zip)

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

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year
 08/2001

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer Other
 (give title below) (specify below)

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

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				Amount	(A) or (D)			
Common Stock	8/31/01	S		1,428	D	\$3.96		
Common Stock	8/31/01	S		714	D	\$3.92		
Common Stock	8/31/01	S		714	D	\$3.91		
Common Stock	8/31/01	S		714	D	\$3.90	2,039,278	D

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