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	(Last) 701 First Avenue		(First)	(Mic	ldle)	3.		Pers	cation Numb son (volunta		4.		Statement for M 11/2001	onth	/Year		Offic (give	er title below)		Other (specify below)
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FO	ORM 4 (Continued) Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (<i>e.g.</i> , puts, calls, warrants, options, convertible securities)													
1.	Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	4.	Transact (Instr. 8)	ion Code	5.		f Derivative Securities (A) or Disposed of (D) , and 5)	6.	Date Exercisable a Date (Month/Day/	
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7.	Title and Amount of Ur (Instr. 3 and 4)	nderlying Securities		8.	Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10.	Ownership Form o Derivative Securiti Beneficially Ownee of Month (Instr. 4)	es	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Title	Amount or M Shares	Number of	-								
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Expla	nation of Responses:											
							/s/ Susan L. Dec	ker		De	ecember	10, 2001
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Common Stock	11/2/01	S	400	D	\$5.92	
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Common Stock	11/15/01	S	1,400	D	\$5.80	

> 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

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Title of Security 2. (Instr. 3)	. Transaction Date		Transac (Instr. 8	ction Code	4. Securitie of (D) (Instr. 3,	-	ed (A)	or Disposed	5. Amount of S Beneficially at End of Mo	Ow1 onth		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) 0	or (D)	Price	(Instr. 3 and	4)			
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					
					1,250	D		\$6.31					

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

SEC 1474 (3-99)

(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

	FORM 4		UNIT	ED :	STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549		OMB APPRO	VAL
	Theck this box if no longer o Section 16. Form 4 or F			СН	STATEMENT OF ANGES IN BENEFICIAL OWNERSHIP		OMB Number: 32 Expires: December	
	to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)			tion	suant to Section 16(a) of the Securities Exchange Act of 1934, 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940		Estimated average per response 0.5	
1.	Name and Address of Re	eporting Person*		2.	Issuer Name and Ticker or Trading Symbol	ap	plicable)	ng Person(s) to Issuer (Check all
	Yahoo! Inc. (Last)	(First)	(Middle)	3.	Net2Phone, Inc. (NTOP) I.R.S. Identification Number of Reporting Person (voluntary)		Director Officer (give title below)	10% Owner Other (specify below)

	701 First Avenue								11/	2001								
		Street)						5.		Amendment, onth/Year)	Date	of Orig	inal	((Form Form	al or Joint/Group F Applicable Line) filed by One Repor a filed by More than	ting P	erson
_	Sunnyvale,	California	94089											0	ne Rep	porting Person		
	(City)	(State)	(Zip)	Ta	ble I — No	n-De	erivative Se	curities Acq	luire	ed, Disposed	l of, o	or Bene	ficially	Own	ed			
1.	Title of Security (Instr. 3)	Transaction Date		Transac (Instr. 8	ction Code 3)	4.	Securities of (D) (Instr. 3, 4	Acquired (A and 5)	.) or	Disposed		Amour Benefic at End	cially (of Mor)wned 1th		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
		(Month/ Day/ Ye	ar)	Code	V		Amount	(A) or (D))	Price		(Instr.)	and 4)				
_	Common Stock	11/16/01		S			1,250	D		\$6.38								
	Common Stock	11/16/01		S			1,250	D		\$6.44								
	Common Stock	11/16/01		s			1,250	D		\$6.47								
	Common Stock	11/16/01		s			1,250	D		\$6.49								
	Common Stock	11/16/01		S			1,250	D		\$6.54								
	Common Stock	11/16/01		s			1,250	D		\$6.58								

(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 5 of 16

FORM	onger subject	UN			CURITIES AN Washington, I STATEME N BENEFI	D.C. 2054 ENT OF	9 7			N		ОМ	IB APPROVAI B Number: 3235-02 ires: December 31, 2	287
obligations may cont Instruction 1((Print or Type Resp	tinue. <i>See</i> b).		Section	17(a) of the	on 16(a) of the Public Utility H of the Investme	olding Co	mpan	y Act of 1935				Esti	mated average burd response 0.5	
I. Name and Address Yahoo! Inc.	of Reporting Person*		2.		e and Ticker of , Inc. (NTOP)	Trading	Symbo	ol			6.	Relation applicab Direc	ole)	rson(s) to Issuer (Check al 10% Owner
(Last) 701 First Avenue	(First)	(Middle)	3.		tification Numb Person (volunta			atement for M /2001	ſonth	n/Year		Offic (give	er title below)	Other (specify below)
Sunnyvale,	(Street) California	94089				5		Amendment, Ionth/Year)	Date	of Original	7.	(Check _ Form Form	al or Joint/Group Fili Applicable Line) filed by One Reporti n filed by More than porting Person	
(City)	(State)	(Zip)	Ta	ıble I — Non	-Derivative Se	curities A	cquir	ed, Disposed	l of, c	or Beneficiall	y Ov	wned		
I. Title of Security (Instr. 3)	2. Transaction Date		Transa (Instr. 3	ction Code 8)	4. Securities of (D) (Instr. 3, 4	-	(A) oi	r Disposed	5.	Amount of S Beneficially at End of Mo	Owr onth		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 ((D)	Price		(Instr. 3 and 4	4)			
Common Stock	11/16/01		S		1,250	D		\$6.76						
Common Stock	11/19/01		S		1,300	D		\$6.40						
Common Stock	11/19/01		S		900	D		\$6.45						
Common Stock	11/19/01		S		1,300	D		\$6.55						
Common Stock	11/19/01		S		5,200	D		\$6.60						
Common Stock	11/19/01		s		1,300	D		\$6.65						

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).

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.

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Page 6 of 16

FORI		UN	IITED STATES SECU W	RITIES AND E ashington, D.C. 2			IMISSI	UN				T
FORM 4	4		S	TATEMENT	OF					0	MB APPROVA	L
// Check this box if no lo to Section 16. Form 4 c obligations may conti Instruction 1(b	or Form 5 inue. <i>See</i>		CHANGES IN led pursuant to Section Section 17(a) of the Pub	BENEFICIA 16(a) of the Secu	LO rities I	Exchange A	ct of 193			Ex Es	AB Number: 3235-(pires: December 31, timated average bur r response 0.5	, 2001
(Print or Type Resp	onses)			he Investment Co								
. Name and Address of Yahoo! Inc.	of Reporting Person*		 Issuer Name a Net2Phone, In 		ling S	ymbol			6.	Relatio applica Dire	ble)	erson(s) to Issuer (Check a
(Last) 701 First Avenue	(First)	(Middle)	3. I.R.S. Identifie Reporting Per	cation Number of son (voluntary)	4.	Statement	for Mor	nth/Year	_	Offi (give	icer e title below)	Other (specify below)
	(Street)				5.	If Amend (Month/Y		ate of Original	7.	(Check Form Form	lual or Joint/Group F Applicable Line) n filed by One Repor m filed by More than	ting Person
Sunnyvale,	California	94089								One Re	eporting Person	
(City)	(State)	(Zip)	Table I — Non-De	erivative Securit	ies Ac	quired, Dis	posed of	, or Beneficia	ally O	wned		
. Title of Security (Instr. 3)	2. Transaction Date		Transaction Code 4. (Instr. 8)	Securities Acqu of (D) (Instr. 3, 4 and 5		A) or Dispos	ed 5	6. Amount of Beneficiall at End of M	y Ow		. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	 Nature of Indirect Beneficial Ownership (Instr. 4)
	(Month/ Day/ Ye	, ,	Code V	Amount (A) or ([D) Pri	ce	(Instr. 3 an	d 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 sep. f If the form is filed by mo		person, <i>see</i> Instru			р то	THE COL	LECTI	ON OF INFO	DMA	TION		(Ove SEC 1474 (3-9
			NED IN THIS FORM DISPLAYS A CU	ARE NOT REQ	UIRE ID ON	D TO RES	POND U	JNLESS THI				
FORM 4	4	UN	IITED STATES SECU W	ashington, D.C. 2			1111551	UN		0	MB APPROVA	L
/ Check this box if no lo to Section 16. Form 4 (obligations may conti Instruction 1(b (Print or Type Resp	or Form 5 inue. <i>See</i>)).		CHANGES IN led pursuant to Section Section 17(a) of the Pub	16(a) of the Secu	AL O rities I g Con	Exchange A npany Act o	ct of 193 f 1935 o			Ex Es	AB Number: 3235- pires: December 31, timated average bu r response 0.5	, 2001
. Name and Address of Yahoo! Inc.	of Reporting Person*		 Issuer Name a Net2Phone, In 		ling S	ymbol			6.	Relatio applica Dire	ble)	erson(s) to Issuer (Check a
(Last) 701 First Avenue	(First)	(Middle)		cation Number of son (voluntary)	4.	Statement	for Mor	nth/Year	-	Offi (give	icer e title below)	Other (specify below)
Sunnyvale,	(Street) California	94089			5.	If Amend (Month/Y		ate of Original	7.	(Check Form Form	ual or Joint/Group F Applicable Line) n filed by One Repor m filed by More than eporting Person	ting Person

California 94089 Sunnyvale,

(State)

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

1. Title of Security

(City)

(Zip)

(Instr. 3)	(Month/ Day/ Year)	(In	str. 8)		of (D) (Instr. 3, 4	and 5)		Beneficially C at End of Mor (Instr. 3 and 4	th	ed	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
	()	Co	de	V	Amount	(A) or (I	D) Price	(
Common Stock	11/20/01	S			1,428	D	\$6.60					
Common Stock	11/20/01	S			714	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					
	parate line for each class of s ore than one reporting person PC	n, see Instruction	on 4(Ĕ ERSC D IN 7)(v). DNS WHO AI FHIS FORM	RE TO RES ARE NOT I RRENTLY	POND TO REQUIRE		TION OF INFORM) UNLESS THE F IUMBER.				(Ove SEC 1474 (3-9
FORM	4	UNIT	ED ST	W	RITIES AN ashington, I TATEME	D.C. 20549	ANGE COMMIS	SION		0	MB APPROVAI	
/ Check this box if no l to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	or Form 5 tinue. <i>See</i> (b).	Filed	pursu tion 1	ANGES IN ant to Section 7(a) of the Pul	BENEFI 16(a) of the blic Utility H	CIAL O Securities I olding Con	WNERSHIP Exchange Act of 1 apany Act of 1935 y Act of 1940	934,		E: E:	MB Number: 3235-02 kpires: December 31, 2 stimated average burc er response 0.5	2001
. Name and Address Yahoo! Inc.	of Reporting Person*			Issuer Name a Net2Phone, Ii		r Trading S	ymbol			Relati applic Dir	able)	rson(s) to Issuer (Check a 10% Owner
(Last) 701 First Avenue	(First)	(Middle)		I.R.S. Identifi Reporting Per			Statement for M 11/2001	Ionth/Year			ficer re title below)	Other (specify below)
Sunnyvale,	(Street) California 940	189				5.	If Amendment, (Month/Year)	Date of Original		(Chec For For	dual or Joint/Group Fil k Applicable Line) m filed by One Reporti m filed by More than eporting Person	-
(City)	(State) (Zi	<u>)</u>	Tab	le I — Non-D	erivative Se	curities Ac	quired, Disposed	of, or Beneficially	Ow	ned		
				ion Codo 1	Securities	Acquired (A) or Disposed	5. Amount of Se			5. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
. Title of Security (Instr. 3)	2. Transaction Date	3. Tra (In	nsacti str. 8)		of (D) (Instr. 3, 4			Beneficially C at End of Mor		20	Indirect (Í)	Ownership
	2. Transaction Date (Month/ Day/ Year)		str. 8)		of (D)		D) Price		th	u		Ownership (Instr. 4)
		(In	str. 8)		of (D) (Instr. 3, 4	and 5)	0) Price \$6.26	at End of Mor	th		Indirect (Í)	
(Instr. 3)	(Month/ Day/ Year)	(In Co	str. 8)		of (D) (Instr. 3, 4 Amount	and 5) (A) or (I		at End of Mor	th		Indirect (Í)	
(Instr. 3) Common Stock	(Month/ Day/ Year) 11/21/01	(In Co S	str. 8)		of (D) (Instr. 3, 4 Amount 714	and 5) (A) or (I D	\$6.26	at End of Mor	th		Indirect (Í)	
(Instr. 3) Common Stock Common Stock	(Month/ Day/ Year) 11/21/01 11/21/01	(In Co S	str. 8)		of (D) (Instr. 3, 4 Amount 714 746	and 5) (A) or (I D D	\$6.26 \$6.35	at End of Mor	th		Indirect (Í)	
(Instr. 3) Common Stock Common Stock Common Stock	(Month/ Day/ Year) 11/21/01 11/21/01 11/23/01	(In Co S S S	str. 8)		of (D) (Instr. 3, 4 Amount 714 746 2,500	And 5) (A) or (I D D D	\$6.26 \$6.35 \$6.20	at End of Mor	th		Indirect (Í)	

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.

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(Over) SEC 1474 (3-99)

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

OMB APPROVAL

FORM 4

STATEMENT OF

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

CHANGES IN BENEFICIAL OWNERSHIP

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

Instruction 1 (Print or Type Res			Section		lic Útility H	olding	Com	xchange Act of 19 pany Act of 1935 7 Act of 1940				per r	esponse	. 0.5			
 Name and Address Yahoo! Inc. 	of Reporting Person*		2.	Issuer Name a Net2Phone, In		Tradin	ıg Sy	mbol			6.	Relations applicable Directo	e)	orting Pe) to Issuer (Chee 0% Owner	k all
(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identific Reporting Per			4.	Statement for M 11/2001	onth/Year			Office (give ti	r tle below)			Other specify below)	
Summaria	(Street)	94089					5.	If Amendment, I (Month/Year)	Date of Ori	ginal	7.	(Check A Form f Form	l or Joint/C pplicable l iled by On filed by M	Line) e Reporti ore than	-	son	
Sunnyvale,	California											One Repo	orting Pers	on			
(City)	(State)	(Zip)	Т	able I — Non-Do	erivative Se	curities	Aco	uired, Disposed	of, or Ben	eficially	Ow	vned					
. Title of Security (Instr. 3)	2. Transaction Date		Transa (Instr.		Securities of (D) (Instr. 3, 4		ed (A	.) or Disposed	at End	icially O l of Mon	wn th	ed	Ownershij Direct (D) Indirect (I (Instr. 4)	or	7.	Nature of Indir Beneficial Ownership (Instr. 4)	ct
	(Month/ Day/ Ye	<i>'</i>	Code	v	Amount	(A) c	or (D) Price	(instr.	3 and 4)							
Common Stock	11/23/01		s		1,250	D		\$6.32									
Common Stock	11/23/01		S		2,500	D		\$6.35									
Common Stock	11/26/01		S		1,785	D		\$6.10									
Common Stock	11/26/01		S		1,785	D		\$6.17									
Common Stock	11/26/01		S		1,785	D		\$6.20									
Common Stock	11/26/01		s		1,785	D		\$6.21									
eminder: Report on a se If the form is filed by m		person, <i>see</i> Instru POTENTIAI	Ction 4	4(b)(v). SONS WHO AF N THIS FORM	RE TO RES ARE NOT I RRENTLY	POND	IRE OM	THE COLLECT) TO RESPOND B CONTROL N	UNLESS							(SEC 1474 (Over) 3-99)
		UN	ITED		RITIES AN ashington, I			NGE COMMISS	SION								
FORM	. 4				TATEME							ОМ	B APPI	ROVAI			
/ Check this box if no l to Section 16. Form 4 obligations may con Instruction 10 (Print or Type Res	l or Form 5 Itinue. <i>See</i> (b).		led pur Section	rsuant to Section	16(a) of the blic Utility H	Securit olding	ies E Com	wnership xchange Act of 19 pany Act of 1935 Act of 1940	934,			Expir Estin	8 Number: res: Decen nated aver esponse	iber 31, age burg	2001	urs	
. Name and Address	of Reporting Person*		2.	Issuer Name a	nd Ticker o	Tradin	ıg Sy	mbol			6.	Relations	hip of Rep	orting Pe	erson(s) to Issuer (Chee	k all
Yahoo! Inc.				Net2Phone, In	ic. (NTOP)							applicable Directo			_1	0% Owner	
(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identific Reporting Per			4.	Statement for M 11/2001	onth/Year			Office (give ti	r tle below)			Other specify below)	
	(Street)						5.	If Amendment, I (Month/Year)	Date of Ori	ginal	7.	(Check A Form f	l or Joint/C pplicable l iled by On	Line) e Reporti	0	son	
Sunnyvale,	California	94089										One Repo	filed by M orting Pers	ore than on			

	(City)	(State)	(Zip)	Tat	ole I — Non-I	erivative Se	curities Acquire	d, Disposec	d of,	or Beneficially Owned				
1.	Title of Security 2 (Instr. 3)	2. Transaction D (Month/ Day/		3. Transac (Instr. 8)		. 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)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
		ζ J	,	Code	V	Amount	(A) or (D)	Price	_	×				
	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.

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FORM	4	-			Washington, D.C	. 205	49	E COMMISS				ON	MB APPROVAI	L				
				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			
	of Reporting Person*		2.		and Ticker or Tr	ading	Symbol	1			6.	applicat		``	, , ,			
Yahoo! Inc. (Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identi	Inc. (NTOP) fication Number (erson (voluntary)	of		tement for Mo	onth/	Year		_ Direc Offic (give		_	0% Owner Other (specify below)			
Sunnyvale,	(Street) California	94089						Amendment, I onth/Year)	Date o	of Original	7.	(Check Form Forn	ual or Joint/Group Fil Applicable Line) 1 filed by One Reporti n filed by More than porting Person	0	rson			
(City)	(State)	(Zip)	Та	ble I — Non-	Derivative Secur	ities	Acquire	ed, Disposed	of, or	Beneficiall	y O1		F9					
. Title of Security (Instr. 3)	2. Transaction Da		Transao (Instr. 8		4. Securities Ac of (D) (Instr. 3, 4 and	•	l (A) or i	Disposed	H a	Amount of S Beneficially at End of Mo (Instr. 3 and 4	Own onth		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)			
	(Wolding Duy)	<i>,</i>	Code	v	Amount (A) or	(D)	Price	(, insu: o unu ·	•)							
Common Stock	11/27/01		S		1,430 l)		\$6.05										
Common Stock	11/27/01		S		1,430 I)		\$6.06										
Common Stock	11/27/01		s		4,290 1)		\$6.08										
Common Stock	11/27/01		s		1,410 l)		\$6.09										
Common Stock	11/27/01		s		1,430 l)		\$6.10										
Common Stock	11/27/01		S		4,290 1)		\$6.11										
Reminder: Report on a se If the form is filed by n		g person, <i>see</i> Instru POTENTIAI	Ction 4	(b)(v). SONS WHO A	ctly or indirectly. ARE TO RESPO A ARE NOT RE URRENTLY VA	QUII	RED TO	O RESPOND	UNL	LESS THE I					(Ovi SEC 1474 (3-9			

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

applicable) Director

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

_____10% Owner

Yahoo! Inc.

1.

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)

(Last) 701 First Avenue		(First)	(Middle)	3			cation Numb son (volunta		4.	Statement for 11/2001	Mont	th/Year		Offic (give	er title below)		Other (specify below)
		(Street)							5.	. If Amendment (Month/Year)	, Dat	e of Original	7.	(Check A	al or Joint/Group F Applicable Line) filed by One Repor	ting P	erson
Sunnyvale,		California	94089												filed by More than porting Person		
(City)		(State)	(Zip)	1	Fable I — N	on-De	erivative See	curities	Ac	quired, Dispose	d of,	or Beneficiall	y Ov	vned			
1. Title of Security (Instr. 3)	2.	Transaction Date (Month/ Day/ Yea		Trans (Instr	action Code : 8)	4.	Securities of (D) (Instr. 3, 4	•	d (4	A) or Disposed	5.	Amount of S Beneficially at End of Mo (Instr. 3 and	Owr onth		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
		(Montal Day) Tee	.,	Code	V		Amount	(A) c	r (I	D) Price		(mon o und	-)				
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							

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.

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FORM 4	L	UNI	ITED :	W	JRITIES AND Jashington, D.C TATEMEN	C. 20549		N		ON	1B APPROVAL	
// Check this box if no lon to Section 16. Form 4 o obligations may contin Instruction 1(b) (Print or Type Respo	or Form 5 nue. <i>See</i>).	Fil S	led purs	IANGES IN rsuant to Section 17(a) of the Pul Section 30(f) of	Exp Esti	OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5						
 Name and Address of Yahoo! Inc. 	f Reporting Person*		2.	Issuer Name a Net2Phone, In		rading S	Symbol			Relation applicab Direc	le)	rson(s) to Issuer (Check 10% Owner
(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identifi Reporting Per	ication Number rson (voluntary)		. Statement for Mont 08/2001	h/Year		Offic (give	er title below)	Other (specify below)
Sunnyvale,	(Street) California	94089				5	. If Amendment, Date (Month/Year)	e of Original		(Check _ Form Form	al or Joint/Group Fili Applicable Line) filed by One Reportin filed by More than porting Person	0
(City)	(State)	(7in)										
((State)	(Zip)	Ta	ıble I — Non-D	erivative Secu	rities A	cquired, Disposed of,	or Beneficially	y Ow	ned		
	2. Transaction Date	3.]		ction Code 4.		cquired (Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	 Nature of Indirect Beneficial Ownership (Instr. 4)
1. Title of Security		3. 1 (ar) _	Transad	ction Code 4.	. Securities Ac of (D) (Instr. 3, 4 an	cquired ((A) or Disposed 5.	Amount of S Beneficially	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership
1. Title of Security	2. Transaction Date	3. 1 (ar) =	Transao (Instr. 8	ction Code 4. 8)	. Securities Ac of (D) (Instr. 3, 4 an Amount	cquired (1d 5)	(A) or Disposed 5.	Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership
1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Yea	3.] (ar) (Transao (Instr. 8 Code	ction Code 4. 8)	Securities Ac of (D) (Instr. 3, 4 an Amount 1,430	cquired (nd 5) (A) or (1	A) or Disposed 5.	Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership
1. Title of Security (Instr. 3) Common Stock	 Transaction Date (Month/ Day/ Yea 11/28/01 	3.] (ar) _ (S	Transad (Instr. 8 Code S	ction Code 4. 8)	 Securities Ac of (D) (Instr. 3, 4 an Amount 1,430 2,840 	cquired (d 5) (A) or (l D	(A) or Disposed 5. D) Price \$5.66	Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership
1. Title of Security (Instr. 3) Common Stock Common Stock	 Transaction Date (Month/ Day/ Yea 11/28/01 11/28/01 	3.] (ar) = (5 5	Transaa (Instr. & Code S S	ction Code 4. 8)	 Securities Ac of (D) (Instr. 3, 4 an Amount 1,430 2,840 2,860 	cquired (id 5) (A) or () D D	(A) or Disposed 5. D) Price \$5.66 \$5.69	Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership
1. Title of Security (Instr. 3) Common Stock Common Stock Common Stock	 Transaction Date (Month/ Day/ Yea 11/28/01 11/28/01 11/28/01 	3.] (ar) _ (S S S S S	Transac (Instr. & Code S S S	ction Code 4. 8)	 Securities Ac of (D) (Instr. 3, 4 and Amount 1,430 2,840 2,860 1,430 	cquired (id 5) (A) or (1 D D D	 A) or Disposed 5. D) Price \$5.66 \$5.69 \$5.70 	Amount of S Beneficially at End of Mo	ecuri Owne nth	ties 6.	Direct (D) or Indirect (I)	Beneficial Ownership

(Over) SEC 1474 (3-99)

FORM 4		U	NITED	STATES SI	Washington, I	D.C. 20	549	NGE COMMIS	SION		ON	AB APPROVAI			
/ Check this box if no long to Section 16. Form 4 or 1 obligations may continu Instruction 1(b). (Print or Type Response	Form 5 e. <i>See</i>											OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5			
Name and Address of F Yahoo! Inc.	Reporting Person*		2.		ne and Ticker o e, Inc. (NTOP)	r Tradin	ng Sy	mbol		6.	Relatior applicat Direc	ole)	rson(s) to Issuer (Check a		
(Last) 701 First Avenue	(First)	(Middle)	3.		ntification Numb Person (volunta			4. Statement for Month/Year 08/2001			Offic (give	eer title below)	Other (specify below)		
Sunnyvale,	(Street) California	94089					5.	If Amendment, (Month/Year)	Date of Original	7.	(Check Form Form	ial or Joint/Group Fil Applicable Line) filed by One Reporti i filed by More than porting Person	-		
(City)	(State)	(Zip)	т	ble I — No	n-Derivative Se	curities	Aco	uired Disposed	of, or Beneficiall	v O1		porung r croon			
Title of Security 2. (Instr. 3)	Transaction Date	3.		ction Code	4. Securities of (D) (Instr. 3, 4	Acquire			5. Amount of S Beneficially at End of Mo	ecur Owr	ities 6.	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) c	or (D	Price	(Instr. 3 and	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							
eminder: Report on a separa If the form is filed by more					rectly or indirect	tly.							(Ov SEC 1474 (3-5		

CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

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FORM 4 / Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).				STATES SECURITIES AND EX Washington, D.C. 20	549	OMB APPROVAL		
				STATEMENT (ANGES IN BENEFICIAI suant to Section 16(a) of the Securit 17(a) of the Public Utility Holding Section 30(f) of the Investment Con	ies E Com	Exchange Act of 1934, pany Act of 1935 or		OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5
 Name and Addre Yahoo! Inc 	ess of Reporting Person* c.		2.	Issuer Name and Ticker or Tradin Net2Phone, Inc. (NTOP)	ıg Sy	mbol	6.	Relationship of Reporting Person(s) to Issuer (Check al applicable) Director10% Owner
(Last) 701 First Avenue	(First) e	(Middle)	3.	I.R.S. Identification Number of Reporting Person (voluntary)	4.	Statement for Month/Year 08/2001	I	OfficerOther (give title below) (specify below)
Sunnyvale,	(Street) California	94089			5.	If Amendment, Date of Original (Month/Year)	7.	Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)						

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

(Over) SEC 1474 (3-99)

(Month/ Day/ Year) (Instr. 3 and 4) Code V Amount (A) or (D) Price	
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 1,652,317	

(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.

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