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

Washington, D.C. 20349

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

o	OMB Number:	3235-0287
	Estimated average burd	en
	hours per response:	0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

4. Name and Address of December December				2 19	2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer												Issuer				
1. Name and Address of Reporting Person*					YAHOO INC [YHOO]									(Check all applicable)							
MAYER MARISSA A				-	<u> </u>									X	Direc	ctor	10%	Owner			
				-									_	X		er (give title		(specify			
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 04/27/2016										belov	,	belov	,			
C/O YAF	IOO! IN	C.				04/	2112	010								Chief Executive Officer					
701 FIRS	T AVEN	IUE																			
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joi									r Joint/Group	Filing (Check	Applicable					
(Street)															L	ine)	_				
SUNNY	VALE	CA	9	4089												X		•	e Reporting Per		
						.											Form filed by More than One Reporting Person			porting	
(City)		(Sta	te) (2	Zip)													1 013	OII			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
			Tabl	e I - Noi	n-Deriv	ative	Se	curitie	s Acc	luired,	Dis	posed o	t, o	r Ben	etici	ally	Owne	ed			
1. Title of S	Security (I	nstr.	3)		2. Transa Date	action	ction 2A. Deemed 3. 4. Securities Acquired (A Execution Date, Transaction Disposed Of (D) (Instr. 3,								ount of	6. Ownership Form: Direct	7. Nature of Indirect				
					(Month/E	Day/Yea	y/Year) if any		,	Code (Instr.		5)		3, 4 ai	Benef		ficially ([(D) or Indirect	Beneficial		
				(Month/Day/Year)		nth/Day/Year))					Repor		d Following ted	(I) (Instr. 4)	Ownership (Instr. 4)				
							Code	v	Amount		(A) or (D)	Price	.	Transaction(s) (Instr. 3 and 4)							
Common Stock 04/27/2				7/2016	2016		F		2,261(1	(1) D \$3		¢26	6.95 2,3		E0 120	D					
Common	Stock				04/2/	/2010				F		2,201	,	ע	Φ30	5.95 2,350,130 D					
			Ta	ble II - I	Derivat	ive S	ecu	rities	Acqui	ired, D	ispo	sed of,	or E	3enefi	iciall	y Ov	vned				
				(e.g., pı	uts, c	alls	, warr	ants,	option	s, c	onvertib	le s	securi	ties)	-					
1. Title of	2.	3. Transaction 3A. Deen				4.	4.		5. Number		6. Date Exercisable a		and 7. Title and			8. Pric		9. Number o		11. Nature	
Derivative Security	Conversion or Exercise		Date (Month/Day/Year)	Execution if any (Month/Da	,	Transaction Code (Inst				Expiration Date (Month/Day/Year)			Amount of Securities			Deriv Secu	ative	derivative Securities	Ownership Form:	of Indirect Beneficial	
(Instr. 3)	Price of	- 1	(,			8)		Securities		(Month Day) real)			Unc	derlying		(Instr. 5)		Beneficially Owned	Direct (D) or Indirect	Ownership	
Derivative Security						Acquired (A) or					Sec	Derivative Security (Instr. 3		3		Following	(I) (Instr. 4)	(Instr. 4)			
							of (D) (Instr. 3, 4 and 5)					and	and 4)				Reported Transaction	(s)			
																	(Instr. 4)	``			
		H	anu 5)										-								
														Am or	ount						
										Date	- [.	Expiration		Nur	mber						
						Code	v	(A)		Exercisa		Date	Title		ares						

Explanation of Responses:

1. Represents shares withheld by Yahoo! Inc. to satisfy tax withholding obligations in connection with the vesting of 4,332 restricted stock units granted to the reporting person on February 27, 2014.

/s/ Marissa A. Mayer

04/29/2016

** Signature of Reporting Person

Date

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.