FORM 4		UN	ITED	W	RITIES AND ashington, D FATEME	.C. 20	549	NGE COMMISS	ION		O	OMB APPROVAL OMB Number: 3235-0287		
/ Check this box if no long to Section 16. Form 4 or obligations may continu Instruction 1(b). (Print or Type Respon	Form 5 ue. See		led pur Section	suant to Section	16(a) of the S lic Utility Ho	Securit	ies E Comj	WNERSHIP xchange Act of 19 pany Act of 1935 v Act of 1940			Exp Est	AB Number: 3235- pires: December 31 timated average but response 0.5	, 2001	
Name and Address of Yahoo! Inc.	Reporting Person*		2.	Issuer Name a Net2Phone, In		Tradin	ıg Sy	mbol		6.	Relatio applica Dire	ble)	Person(s) to Issuer (Check <u>X</u> 10% Owner	
(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identific Reporting Per 77-0398689			4.	Statement for Mo	onth/Year	•	Offi (give	cer e title below)	Other (specify below)	
Sunnyvale, California	(Street) 94089						5.	If Amendment, D (Month/Year)	Date of Original	7.	(Check <u>X</u> For For	ual or Joint/Group F Applicable Line) m filed by One Repo n filed by More than eporting Person	orting Person	
(City)	(State)	(Zip)	Ta	able I — Non-Do	erivative Sec	urities	Acq	uired, Disposed o	of, or Beneficial	ly Ov	vned			
Title of Security 2 (Instr. 3)	. Transaction Date			ransaction Code 4. Securit nstr. 8) of (D)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		.) or Disposed	Beneficially at End of M	onth		. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	 Nature of Indirec Beneficial Ownership (Instr. 4) 	
	(Month/ Day/ Yea		Code	V	Amount	(A) c	or (D)) Price	(Instr. 3 and	4)				
Common Stock	10/1/01		S		8,572	D		\$3.00						
Common Stock	10/1/01		S		714	D		\$3.10						
Common Stock	10/1/01		S		714	D		\$3.15						
Common Stock	10/2/01		S		3,828	D		\$3.00						
Common Stock	10/2/01		S		1,428	D		\$3.05						
Common Stock	10/2/01		S		714	D		\$3.08						
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FO	RM 4 (Continued)				Table II	— Deriv (e.g.,]	vative Secu puts, calls,	rities Acqu warrants, o	ired, Di options,	sposed of, o convertible	r Beneficially Owned securities)			
1.	Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	4.	Transacti (Instr. 8)		5.		f Derivative Securities (A) or Disposed of (D) , and 5)	6.	Date Exercisable a Date (Month/Day	
							Code	v		(A)	(D)		Date Exercisable	Expiration Date
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(Instr. 3 and 4)	lerlying Securities	8.	Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10.	Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	 Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares	_						
planation of Responses:								
	amiasions of facts constitute Fa	daval Crimi	nal Wieletians Cas 10		/s/ SUSAN L. DECF	KER		November 9, 2001
S.C. 1001 and 15 U.S.C. 78f	omissions of facts constitute Fee f(a).	derai Crimi	nal violations. See 18		**Signature of Reportin usan L. Decker, Senior Vice Pres			Date
				0	Administration and Chief Fin			
ential persons who are to re	spond to the collection of inform form displays a currently valid C		er.	D of 1	0			
ential persons who are to re uired to respond unless the	spond to the collection of inform form displays a currently valid C	OMB Numb	er.		ANGE COMMISSION			
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Common Stock	10/24/01	S	9,500	D	\$3.76	
Common Stock	10/24/01	S	500	D	\$3.86	
Common Stock	10/25/01	S	1,428	D	\$3.80	

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)

(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 10

FORM 4	UNIT	ED STATES	W	RITIES AND ashington, D. FATEMEN	C. 2054		SSION			ON	1B APPROVA	L
// 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 S tion 17(a) of	S IN Section	BENEFIC 16(a) of the Solic Utility Hol	CIAL (Exchange Act of mpany Act of 193 ny Act of 1940	1934,			Exp Esti	B Number: 3235-0 ires: December 31, mated average bur response 0.5	2001
 Name and Address of Reporting Person* Yahoo! Inc. 				nd Ticker or T c. (NTOP)	Trading	Symbol			6.	Relatior applicat Direc	le)	erson(s) to Issuer (Check all
(Last) (First) 701 First Avenue	(Middle)			cation Number son (voluntary		 Statement for M 10/2001 	Month/Y	ear		Offic (give	er title below)	Other (specify below)
(Street)						5. If Amendment, (Month/Year)	, Date of	Original	7.	(Check Form	al or Joint/Group Fil Applicable Line) filed by One Report i filed by More than	0
Sunnyvale, California 94089											oorting Person	
(City) (State) (Zi	p)	Table I — I	Non-De	erivative Secu	ırities A	cquired, Dispose	d of, or I	Beneficiall	y Ov	vned		
1. Title of Security 2. Transaction Date (Instr. 3)		ansaction Cod str. 8)	le 4.	Securities A of (D) (Instr. 3, 4 at		(A) or Disposed	B	mount of S eneficially End of Mo	Owr nth		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	 Nature of Indirect Beneficial Ownership (Instr. 4)
(Month/ Day/ Year)	Co	de V		Amount	(A) or	(D) Price	(I	nstr. 3 and 4	4)			
Common Stock 10/25/01	S			714	D	\$3.81						
Common Stock 10/25/01	S			1,400	D	\$3.84						
Common Stock 10/25/01	S			714	D	\$3.85						
Common Stock 10/25/01	S			1,428	D	\$3.86						
Common Stock 10/25/01	S			714	D	\$3.90						
Common Stock 10/25/01	S			2,142	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).

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 10

_	FORM 4		UNI	TED :	STATES SECURITIES AND EX Washington, D.C. 20 STATEMENT ()549		OMB APPROV	AL
	Check this box if no longe to Section 16. Form 4 or F obligations may continue	Form 5		СН	ANGES IN BENEFICIA			OMB Number: 3235 Expires: December 3 Estimated average b	1, 2001
	Instruction 1(b).			ection	suant to Section 16(a) of the Securi 17(a) of the Public Utility Holding	Company Act of 1935 or		per response 0.5	
	(Print or Type Respons	es)			Section 30(f) of the Investment Cor	npany Act of 1940			
1.	Name and Address of R	eporting Person*		2.	Issuer Name and Ticker or Tradi	ng Symbol			Person(s) to Issuer (Check all
	Yahoo! Inc.			_	Net2Phone, Inc. (NTOP)			pplicable) _ Director	10% Owner
	(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identification Number of Reporting Person (voluntary)	 Statement for Month/Year 10/2001 	-	_Officer (give title below)	Other (specify below)
_	701 First Avenue					10/2001	-		
		(Street)				5. If Amendment, Date of Original	7. I	ndividual or Joint/Group	Filing

(Month/Year)

(Check Applicable Line) __Form filed by One Reporting Person __Form filed by More than One Reporting Person

Sunnyvale, California 94089

(City)		(State)	(Zip)		Tab	ole I — No	n-De	erivative Se	curities Acqui	red, Dispose	d of,	or Beneficially Owned				
Title of Security (Instr. 3)	2.	Transaction Date		3.	Transact (Instr. 8)	tion Code)	4.	Securities of (D) (Instr. 3, 4	Acquired (A) o and 5)	r Disposed	5.	Beneficially Owned at End of Month	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
		(Month/ Day/ Yea	ir)		Code	V		Amount	(A) or (D)	Price	-	(Instr. 3 and 4)				
Common Stock		10/25/01			S			714	D	\$3.96						
Common Stock		10/25/01			S			746	D	\$4.12						
Common Stock		10/26/01			S			700	D	\$4.30						
Common Stock		10/26/01			S			700	D	\$4.38						
Common Stock		10/26/01			S			700	D	\$4.40						
Common Stock		10/26/01			S			700	D	\$4.45						
ninder: Report on a s the form is filed by							irect	ly or indirec	tly.							(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 10

FORM	14	U.	NILEDS	51ALE5 5E	CURITIES AN Washington, D	.C. 20549	GE COMMIS	51UN		ON	/IB APPROVAI	L
/ Check this box if no to Section 16. Form 4 obligations may con Instruction 1 (Print or Type Res	4 or Form 5 ntinue. <i>See</i> 1(b).	F	Filed purs Section	suant to Secti 17(a) of the 1	STATEME N BENEFIC on 16(a) of the S Public Utility Ho of the Investmen	CIAL OW Securities Exp olding Compa	change Act of 1 any Act of 1935	1934,		Exp Esti	B Number: 3235-0 ires: December 31, imated average burg response 0.5	2001
. Name and Address Yahoo! Inc.	ss of Reporting Person*		2.		e and Ticker or , Inc. (NTOP)	Trading Sym	ıbol		6.	Relation applicab Direc	ole)	rson(s) to Issuer (Check a
(Last) 701 First Avenue	(First)	(Middle)	3.		tification Numbe Person (voluntar	y)	Statement for N 10/2001	Ionth/Year		Offic (give	eer title below)	Other (specify below)
	(Street)						If Amendment, (Month/Year)	Date of Original	7.	(Check	ial or Joint/Group Fil Applicable Line) 1 filed by One Report	-
Sunnyvale, Califor	ornia	94089								Form	n filed by More than porting Person	ing i cison
Sunnyvale, Califor	ornia (State)	94089 (Zip)	Ta	ble I — Non	-Derivative Sec	urities Acqu	iired, Disposed	of, or Beneficiall	y Ov	Form One Rep	n filed by More than	
	(State) 2. Transaction Date	(Zip) 3.		ction Code	-Derivative Sec 4. Securities <i>I</i> of (D) (Instr. 3, 4 a	Acquired (A)		5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	n filed by More than	7. Nature of Indirect Beneficial Ownership (Instr. 4)
(City) Title of Security	(State)	(Zip) 3.	Transac	ction Code	4. Securities A of (D)	Acquired (A)		5. Amount of S Beneficially	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership
(City) Title of Security	(State) 2. Transaction Date	(Zip) 3.	Transac (Instr. 8	ction Code 3)	4. Securities A of (D) (Instr. 3, 4 a	Acquired (A) and 5)	or Disposed	5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership
(City) Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/ Day/ Yea	(Zip) 3.	Transac (Instr. 8 Code	ction Code 3)	4. Securities A of (D) (Instr. 3, 4 a	Acquired (A) and 5) (A) or (D)	or Disposed Price	5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership
(City) Title of Security (Instr. 3) Common Stock	(State) 2. Transaction Date (Month/ Day/ Yea 10/26/01	(Zip) 3.	Transac (Instr. 8 Code S	ction Code 3)	4. Securities A of (D) (Instr. 3, 4 a Amount 1,400	Acquired (A) and 5) (A) or (D) D	or Disposed Price \$4.46	5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership
(City) Title of Security (Instr. 3) Common Stock Common Stock	(State) 2. Transaction Date (Month/ Day/ Yes 10/26/01 10/26/01	(Zip) 3.	Transac (Instr. 8 Code S S	ction Code 3)	4. Securities A of (D) (Instr. 3, 4 a Amount 1,400 2,100	Acquired (A) and 5) (A) or (D) D	or Disposed Price \$4.46 \$4.50	5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership
(City) Title of Security (Instr. 3) Common Stock Common Stock Common Stock	(State) 2. Transaction Date (Month/ Day/ Yes) 10/26/01 10/26/01 10/26/01	(Zip) 3.	Transac (Instr. 8 Code S S S	ction Code 3)	4. Securities A of (D) (Instr. 3, 4 a Amount 1,400 2,100 1,500	Acquired (A) and 5) (A) or (D) D D	or Disposed Price \$4.46 \$4.50 \$4.54	5. Amount of S Beneficially at End of Mo	ecuri Own onth	Form One Rep vned ties 6.	Ownership Form: Direct (D) or Indirect (I)	 Nature of Indirect Beneficial Ownership

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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FORM	4				STATEME						ON	MB APPROVA	L	
Check this box if no lo to Section 16. Form 4 obligations may cont Instruction 1(l	or Form 5 tinue. See (b).		ed pursua ection 17(ant to Secti 7(a) of the 1	tion 16(a) of the Public Utility H	Securitie	L OWNERSH ties Exchange Act of Company Act of 19 19 pany Act of 1940	of 1934 1935 or			Exp Esti	1B Number: 3235-0 pires: December 31, imated average bur response 0.5	, 2001	
(Print or Type Resp					, 									
Name and Address of Yahoo! Inc.	of Reporting Person*				me and Ticker or e, Inc. (NTOP)	Trading	g Symbol			6.	Relation applicab Direc		erson(s) to Is 10% O	
(Last) 701 First Avenue	(First)	(Middle)			ntification Numb ; Person (voluntar		 Statement fo 10/2001 	r Mont	th/Year		Offic (give	cer title below)	Other (specif	fy below)
	(Street)					_	5. If Amendme (Month/Year		te of Original	7.	(Check . Form	ual or Joint/Group Fi Applicable Line) n filed by One Repor	rting Person	
Sunnyvale, Californ	ıia	94089									Form	n filed by More than porting Person		
(City)	(State)	(Zip)	Table	e I — Noi	n-Derivative Se	curities	s Acquired, Dispos	sed of,	, or Beneficially	y Ov	wned			
Title of Security (Instr. 3)	2. Transaction Date		Fransactio Instr. 8)	on Code	4. Securities a of (D) (Instr. 3, 4		ed (A) or Disposed	ı 5.	. Amount of Se Beneficially C at End of Mon	Own		Direct (D) or Indirect (I)	Bene Own	ure of Indirect eficial nership
	(Month/ Day/ Yea	,	Code	V	Amount	(A) oi	or (D) Price	_	(Instr. 3 and 4)	1)		(Instr. 4)	(Inst	r. 4)
Common Stock	10/29/01	S	;		1,400	D	\$4.70	J						
Common Stock	10/29/01	S	;		730	D	\$4.76	;						
Common Stock	10/29/01	S	;		730	D	\$4.77	,						
Common Stock	10/29/01	S	,		1,400	D	\$4.86	;						
Common Stock	10/29/01	S	,		3,530	D	\$4.90	,						
Common Stock	10/29/01	S			730	D	\$4.95	_		_				
eminder: Report on a sep If the form is filed by mo		person, see Instruct	PERSON)(v). DNS WHO FHIS FOR	O ARE TO RESI RM ARE NOT I CURRENTLY	SPOND T REQUII VALID	TO THE COLLE IRED TO RESPO OMB CONTRO	OND UI	JNLESS THE F				5	(Ov SEC 1474 (3-
						ge 7 of								
FORM	4	UNIT	fed st/	ATES SE	ECURITIES AN Washington, D STATEME	D.C. 205		IISSIO)N		ON	MB APPROVA	L	
Check this box if no lo to Section 16. Form 4 obligations may cont Instruction 1(l	or Form 5 tinue. <i>See</i>	File	ed pursua	ant to Secti	IN BENEFI	Securitie	L OWNERSH	of 1934	.4,		Exp Esti	1B Number: 3235-0 pires: December 31, imated average bur response 0.5	, 2001	
man action 10	J).			7(a) of the	Public Utility P	olding (Company Act of 1	035 or	.,		r -	Itsponse		

	to Section 16. Form 4 o obligations may contin Instruction 1(b) (Print or Type Respo	nue. <i>See</i>).		ection	suant to Section 16(a) of the Securit 17(a) of the Public Utility Holding Section 30(f) of the Investment Com	Con	npany Act of 1935 or		Expires: December 31 Estimated average bun per response 0.5	
1.	Name and Address of Yahoo! Inc.	Reporting Person*		2.	Issuer Name and Ticker or Tradin Net2Phone, Inc. (NTOP)	ıg Sy	ymbol	6.	Relationship of Reporting P applicable) Director	erson(s) to Issuer (Check all
	(Last) 701 First Avenue	(First)	(Middle)	3.	I.R.S. Identification Number of Reporting Person (voluntary)	4.	Statement for Month/Year 10/2001		Officer (give title below)	Other (specify below)
	Sunnyvale, California	(Street)	94089			5.	If Amendment, Date of Original (Month/Year)	7.	Individual or Joint/Group F (Check Applicable Line) Form filed by One Repo Form filed by More than One Reporting Person	rting Person
	(City)	(State)	(Zip)	Та	ble I — Non-Derivative Securities	s Ac	quired, Disposed of, or Beneficiall	y Ov	wned	
1.	Title of Security (Instr. 3)	2. Transaction Date		Transa (Instr. 8	ction Code 4. Securities Acquire 8) of (D) (Instr. 3, 4 and 5)	ed (#	A) or Disposed 5. Amount of S Beneficially at End of Mo	Owr	· · · · · · · · · · · · · · · · · · ·	7. Nature of Indirect Beneficial Ownership (Instr. 4)

(Instr. 3 and 4)

(Month/ Day/ Year)

		Code V	Amount	(A) or (D)	Price
Common Stock	10/29/01	S	730	D	\$5.00
Common Stock	10/30/01	S	1,250	D	\$4.55
Common Stock	10/30/01	S	2,500	D	\$4.70
Common Stock	10/30/01	S	1,250	D	\$4.75
Common Stock	10/30/01	S	1,250	D	\$4.85
Common Stock	10/30/01	S	1,250	D	\$5.00

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.

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FORM	4			STATES SE	CURITIES AN Washington, I	D.C. 205	49	COMMIS	SION			OMB APPROVAL	
/ Check this box if no lo to Section 16. Form 4 obligations may cont	or Form 5 tinue. See	г			STATEMH N BENEFI on 16(a) of the	CIAL	OWNI					OMB Number: 3235-02 Expires: December 31, 2 Estimated average burd	001
Instruction 1((Print or Type Resp			Section	17(a) of the	of the Investme	Iolding C	Company A	Act of 1935				per response 0.5	
. Name and Address Yahoo! Inc.	of Reporting Person*		2.		e and Ticker o , Inc. (NTOP)	r Trading	g Symbol			6	app	ationship of Reporting Per licable) Director	son(s) to Issuer (Check 10% Owner
(Last) 701 First Avenue	(First)	(Middle)	3.		tification Numb Person (volunta		4. State	ement for N 001	/Ionth/Year			Officer give title below)	Other (specify below)
Sunnyvale, Californ	(Street)	94089						mendment, nth/Year)	Date of Or	iginal 7	(Cł	ividual or Joint/Group Fili teck Applicable Line) Form filed by One Reporti Form filed by More than e Reporting Person	0
Sunnyvale, Cantorn	llia	94069									On	e Reporting Person	
(City)	(State)	(Zip)	Ta	ıble I — Non	-Derivative Se	curities	Acquired	l, Disposed	l of, or Ber	eficially C	wned	I	
										5			
. Title of Security (Instr. 3)	2. Transaction Date	3.	Transa (Instr.		4. Securities of (D) (Instr. 3, 4	-	d (A) or E	Disposed	Bene	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership
	2. Transaction Date (Month/ Day/ Ye				of (D)	-		Disposed	Bene at En	unt of Secu ficially Ow	med	Direct (D) or	
			(Instr.	8)	of (D) (Instr. 3, 4	and 5)		-	Bene at En	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership
(Instr. 3)	(Month/ Day/ Ye		(Instr.	8)	of (D) (Instr. 3, 4 Amount	(A) or		Price	Bene at En	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership
(Instr. 3) Common Stock	(Month/ Day/ Ye 10/30/01		(Instr.) Code S	8)	of (D) (Instr. 3, 4 Amount 1,250	(A) or		Price \$5.10	Bene at En	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership
(Instr. 3) Common Stock Common Stock	(Month/ Day/ Ye 10/30/01 10/30/01		(Instr.) Code S S	8)	of (D) (Instr. 3, 4 Amount 1,250 1,250	(A) or D		Price \$5.10 \$5.20	Bene at En	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership
(Instr. 3) Common Stock Common Stock Common Stock	(Month/ Day/ Ye 10/30/01 10/30/01 10/31/01		(Instr. a Code S S S	8)	of (D) (Instr. 3, 4 Amount 1,250 1,250 1,400	(A) or D D D		Price \$5.10 \$5.20 \$5.32	Bene at En	unt of Secu ficially Ow d of Month	med	Direct (D) or Indirect (I)	Beneficial Ownership

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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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

			Section	d pursuant to Section 16(a) of the Securities Exchange Act of 1934, ction 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940								Estimated average burden hours per response 0.5 			
 Name and Address of Reporting Person* Yahoo! Inc. 				 Issuer Name and Ticker or Trading Symbol Net2Phone, Inc. (NTOP) 								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) 701 First Avenue	(First)	(First) (Middle)		I.R.S. Identif Reporting Pe		tary)		Statement for M 10/2001	itatement for Month/Year 0/2001			Offic (give	eer title below)		Other (specify below)
(Street)								If Amendment, (Month/Year)	, Date of Original		7.	(Check Applicable Line) Form filed by One Reporting Person Form filed by More than			
Sunnyvale	California	94089											porting Person		
(City)	(State)	(Zip)	Tal	ble I — Non-E	erivative Se	curities	Aco	quired, Disposed	l of,	or Beneficiall	y Ov	wned			
1. Title of Security (Instr. 3)		(ction Code 4 3)	Securities Acquired of (D) (Instr. 3, 4 and 5)		d (A) or 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/ Year)		Code	V Amount (A			(A) or (D) Pr		(Instr. 3 and		4)				
Common Stock	10/31/01		S		1,400	D		\$5.62							
Common Stock	10/31/01		s		1,400	D		\$5.71							
Common Stock	10/31/01		S		1,600	D		\$6.11		1,824,278			D		

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).

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(Over) SEC 1474 (9-99)