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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL
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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

1. Name and Address of Reporting Person *

**DECKER SUSAN L**

(Last) (First) (Middle)

**C/O YAHOO! INC.,701 FIRST AVENUE**

(Street)

**SUNNYVALE,CA94089**
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

**YAHOO INC [ YHOO ]**

3. Date of Earliest Transaction (MM/DD/YYYY)

**11/2/2005**

4. If Amendment, Date Original Filed (MM/DD/YYYY)

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

_____ Director _____ 10% Owner
__ **X** __ Officer (give title below) _____ Other (specify below)
**EVP & Chief Financial Officer**

6. Individual or Joint/Group Filing (Check Applicable Line)

_ **X** _ Form filed by One Reporting Person
___ 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 (MM/DD/YYYY) | 2A. Deemed Execution Date, if any (MM/DD/YYYY) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (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** | **6/23/2004** | | **G** | **V** | **2470** | **D** | **$0** | **302653** | **D** | |
| **Common Stock** | **6/15/2005** | | **G** | **V** | **3720** | **D** | **$0** | **298993** | **D** | |
| **Common Stock** | **11/2/2005** | | **M** | | **104167** | **A** | **$4.62** | **403160** | **D** | |
| **Common Stock** | **11/2/2005** | | **S** | | **79917** | **D** | **$38.01** | **323243** | **D** | |
| **Common Stock** | **11/2/2005** | | **S** | | **12000** | **D** | **$38.02** | **311243** | **D** | |
| **Common Stock** | **11/2/2005** | | **S** | | **2600** | **D** | **$38.025** | **308643** | **D** | |
| **Common Stock** | **11/2/2005** | | **S** | | **9600** | **D** | **$38.03** | **299043** | **D** | |
| **Common Stock** | **11/2/2005** | | **S** | | **50** | **D** | **$38.035** | **298993** | **D** | |

**Table II - Derivative Securities Beneficially Owned ( *e.g.* , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (MM/DD/YYYY) | 3A. Deemed Execution Date, if any (MM/DD/YYYY) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

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| | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Stock Option ( right to buy )** | **$4.62** | **11/2/2005** | **M** | **104167** | (1) | **10/2/2011** | **Common Stock** | **104167** | (2) | **0** | **D** |

**Explanation of Responses:**

**( 1)** This option becomes exercisable at a rate of 1/48th of the securities underlying the option on each monthly anniversary of the vesting commencement date of 10/2/01.

**( 2)** Not applicable.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| **DECKER SUSAN L**<br>**C/O YAHOO! INC.**<br>**701 FIRST AVENUE**<br>**SUNNYVALE,CA94089** | | | **EVP & Chief Financial Officer** | |

**Signatures**

**/s/ Michael Murray, attorney-in-fact for, Susan L. Decker** — ** Signature of Reporting Person

**11/4/2005** — 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.

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