

SOHU COM INC  
Form 4  
May 05, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gong Yu

(Last) (First) (Middle)

LEVEL 12, SOHU.COM  
INTERNET PLAZA, NO. 1 UNIT,  
ZHONGGUANCUN EAST ROAD

(Street)

BEIJING, F4 100084

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SOHU COM INC [SOHU]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/01/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/01/2008		S	2,806	D \$ 74.5	72,725 (2)	D
Common Stock	05/01/2008		S	1,193	D \$ 74	71,532 (2)	D
Common Stock	05/01/2008		S	25,000	D \$ 72.667	46,532 (2)	D
Common Stock	05/01/2008		S	7,532	D \$ 73.98	39,000	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 31.4	05/01/2008		X	25,000	11/17/2004 <sup>(1)</sup> 11/17/2013	Common Stock 25,000
Stock Option (right to buy)	\$ 17.65	05/01/2008		X	2,749	03/30/2006 <sup>(1)</sup> 03/30/2015	Common Stock 2,749
Stock Option (right to buy)	\$ 16.84	05/01/2008		X	1,250	07/27/2005 <sup>(1)</sup> 07/27/2014	Common Stock 1,250

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Gong Yu  
LEVEL 12, SOHU.COM INTERNET PLAZA  
NO. 1 UNIT, ZHONGGUANCUN EAST ROAD  
BEIJING, F4 100084

Chief Operating Officer

## Signatures

/s/ Gong Yu 05/05/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Vest at the rate of 25% one year after the date of grant, and the remaining 75% ratably on a quarterly basis over the subsequent three-year period
- (2) Includes 29,000 Restricted Stock Units, of which 7,250 have vested as of the date of this Form

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