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 OMB APPROVAL  
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FORM 3

OMB Number 3235-0104  
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U.S. SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

INITIAL STATEMENT OF 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(f) of the  
 Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Date of Event Requiring Statement (Month/Date/Year)	4. Issuer Name and Ticker or Trading Symbol		
Roberts, Edward B.			7/11/00	Sohu.com Inc. (SOHU)		
(Last)	(First)	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)	5. Relationship of Reporting Person to Issuer (Check all applicable)		6. If Amendment, Date of Original (Month/Day/Year)
c/o M.I.T. Sloan School of Management	50 Memorial Drive	E52-535		<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	
Cambridge, MA 02142-1347	U.S.A.			<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)	7. Individual or Joint/ Group Filing (Check applicable line)
						<input checked="" type="checkbox"/> Form filed by One Reporting Person
						<input type="checkbox"/> Form filed by More than One Reporting Person

Table 1 -- Non-Derivative Securities Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,018,087 (1)	D	
Common Stock	327,660	I	By GRAT
Common Stock	33,150 (2)	I	(3)

\*If the Form is filed by more than one Reporting Person, see instruction 5(b)(v).  
 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
 (Print or Type Responses)

FORM 3 (continued) Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title	Amount or Number of Shares		
Employee Stock Option	(4)                      2/1/09	Common Stock	10,400	\$5.77	D

Explanation of Responses:

- (1) This number includes 941,850 shares of Series A Convertible Preferred Stock that will convert automatically into 941,850 shares of Common Stock upon the closing of the company's IPO (the "IPO"), currently scheduled for July 17, 2000.
- (2) These shares are Series C Convertible Preferred Stock that will convert automatically into the same number of shares of Common Stock upon the closing of the IPO.
- (3) These shares are held in three trusts for the benefit of the reporting person's children. Each trust has 11,050 shares of common stock. The reporting person is the trustee for each trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- (4) Options granted vest quarterly over one year commencing February 1, 2000.

/s/ Edward B. Roberts                                      July 11, 2000  
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\*\*Signature of Reporting Person                                      Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations Sec. 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.