

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>ROBERTS EDWARD B</u>  (Last) (First) (Middle)  (Street)  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SOHU COM INC [ SOHU ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/23/2003</u>	
		4. If Amendment, Date of Original Filed (Month/Day/Year)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/23/2003		s		5,000	D	22.95	1,190,747	D	
Common Stock	05/23/2003		s		5,000	D	22.97	1,185,747	D	
Common Stock	05/23/2003		s		5,000	D	22.98	1,180,747	D	
Common Stock	05/23/2003		s		10,000	D	23	1,170,747	D	
Common Stock	05/23/2003		s		5,000	D	23.05	1,165,747	D	
Common Stock	05/23/2003		s		10,000	D	22.99	1,155,747	D	
Common Stock	05/23/2003		s		5,000	D	23.06	1,150,747	D	
Common Stock	05/23/2003		s		5,000	D	23.03	1,145,747	D	
Common Stock	05/23/2003		s		5,000	D	23.08	1,140,747	D	
Common Stock	05/23/2003		s		5,000	D	23.11	1,135,747	D	
Common Stock	05/23/2003		s		5,000	D	23.14	1,130,747	D	
Common Stock	05/23/2003		s		5,000	D	23.18	1,125,747	D	
Common Stock	05/23/2003		s		5,000	D	23.2	1,120,747	D	
Common Stock	05/23/2003		s		5,000	D	23.23	1,115,747	D	
Common Stock	05/23/2003		s		5,000	D	23.45	1,110,747	D	
Common Stock	05/23/2003		s		5,000	D	23.5	1,105,747	D	
Common Stock	05/23/2003		s		10,000	D	23.55	1,095,747	D	Also owns 11,050 shares indirectly as Co-Trustee of Mitchell J. Roberts 1994 Trust

**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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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