FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	OVAL							
	OMB Number:	3235-0287							
	Estimated average burden								
l	hours per response:	0.5							

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

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Name and Address of Reporting Person*     Gong Yu							2. Issuer Name and Ticker or Trading Symbol SOHU COM INC [ SOHU ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Guig 1	<u>u</u>				1											Direc	ctor		10% C	wner	
(Loot)	(Fir	3 D	Date of Earliest Transaction (Month/Day/Year)									X	Officer (give title below)			Other (specify below)					
(Last)	`		02/28/2007										(	Chief Oper	hief Operating Officer						
LEVEL 12, SOHU.COM INTERNET PLAZA							02/20/2007										F				
NO. 1 UNIT, ZHONGGUANCUN EAST ROAD																					
110. 1 01111, ZHONGGOANGON EAST ROAD						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
						03/01/2007									Line)						
(Street)					03/	01/2	.007								X Form filed by One Reporting Person						
BEIJING	BEIJING F4 100084														, , ,						
															Form filed by More than One Reporting Person						
(City) (State) (Zip)																1 010	011				
(City)	(50	ale) (	Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of S	Security (Inst	r. 3)		2. Transa	action					3. 4. Securities Acquired (A)							ount of	6. Owne		7. Nature	
	• •	•		Date (Month/D	/\/aa	exy/Year) Execution Date, if any (Month/Day/Year)			Transaction Disposed Of (D) (Instr. 3			3, 4 an	Benefi				orm: Direct D) or Indirect ) (Instr. 4)	of Indirect Beneficial Ownership			
				(Month/L	Jay/ rea				Code (Instr.   5)   8)							l Following					
						(,			<del>-</del>				Repor			```		(Instr. 4)			
										l۷	Amount	(A) or P		Price			ction(s) 3 and 4)				
_			200			+			(1)				20,000(3)								
Common	Stock	/2007				A		25,000	$\mathbf{A}$		\$(	\$0 29,000 <sup>(2)</sup>		$0,000^{(2)}$	[	)					
		To	ble II I	Dorivet	i		witi o o	^ ~~	ired D	ione	and of	0 " D	o no ofi	المام				,			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
		:											Ť						44 11 1		
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deem Execution		4. Transa	ction	on of tr. Derivative Securities		6. Date Exercisable and Expiration Date			7. Title and Amount of			8. Price of Derivative		9. Number o derivative		Ownership	11. Nature of Indirect	
Security	or Exercise	(Month/Day/Year)	if any (Month/Day	´   c	Code (				(Month/D			Secu	Securities		Security		Securities	Fori	Form:	Beneficial	
(Instr. 3)	Price of			ay/Year)	8)							Underlying			(Instr. 5)		Beneficially Owned		Direct (D) or Indirect	Ownership (Instr. 4)	
	Derivative Security						Acquired (A) or		Derivative Security (Instr			str. 3	3		Following		nstr. 4)	(111511. 4)			
				Disposed						and 4)						Reported		,			
					of (D) (Instr. 3, 4										Transaction (Instr. 4)	(s)					
							and 5)									(111511.4)					
					+						Δ,										
										Amoun or		Juni									
												Nun	nber								
					Code	v	(A)		Date Exercisa		Expiration Date	Title	of Sha	res							

## **Explanation of Responses:**

1. On March 1, 2007, 25,000 Restricted Stock Units ("RSUs") were incorrectly reported in Table 2. Upon vesting these RSUs are only settleable in SOHU Common Stock. The vesting terms found in the original filing were otherwise correct.

<u>/s/ Gong Yu</u> <u>03/30/2007</u>

\*\* Signature of Reporting Person 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>2.</sup> Includes an aggregate of 29,000 RSUs held by the reporting person.