
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Changyou.com Limited

(Name of issuer)

Class A Ordinary Shares, \$.01 par value per share

(Title of class of securities)

15911M107

(CUSIP number)

December 31, 2009

(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 15911M107

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only) Sohu.com (Game) Ltd. No I.R.S Identification Number
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC use only
4.	Citizenship or place of organization Cayman Islands
Number of shares beneficially owned by each reporting person with	5. Sole voting power 70,250,000 Class A ordinary shares (1) (2)
	6. Shared voting power 0
	7. Sole dispositive power 70,250,000 Class A ordinary shares (1)
	8. Shared dispositive power 0
9.	Aggregate amount beneficially owned by each reporting person 70,250,000 Class A ordinary shares (1)
10.	Check if the aggregate amount in Row (9) excludes certain shares (see instructions) <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 79.7% (3)
12.	Type of reporting person (see instructions) CO

- (1) Sohu.com (Game) Ltd. is the record and beneficial owner of, and has sole voting and dispositive power with respect to, 70,250,000 Class B ordinary shares, par value of \$0.01 per share ("Class B ordinary shares"), of the Issuer, which are convertible into 70,250,000 Class A ordinary shares at any time at the election of Sohu.com (Game) Ltd. As a result, Sohu.com (Game) Ltd. may be deemed to beneficially own 70,250,000 Class A ordinary shares of the Issuer pursuant to Rule 13d-3 under the Exchange Act of 1934, as amended (the "Exchange Act"). Class B ordinary shares are not reportable on this Statement on Schedule 13G (this "Schedule 13G") pursuant to Rules 13(d) and (g) under the Exchange Act.
- (2) With respect to matters requiring a shareholder vote, holders of Class A ordinary shares and holders of Class B ordinary shares vote together as one class. Each Class A ordinary share is entitled to one vote and each Class B ordinary share is entitled to ten votes. As a result, the 70,250,000 Class B ordinary shares held of record by Sohu.com (Game) Ltd. represent approximately 80.7% of the voting power of all issued and outstanding ordinary shares of the Issuer.
- (3) The percentage is calculated based on 17,860,000 Class A ordinary shares (including Class A ordinary shares represented by American depository shares of the Issuer) issued and outstanding as of December 31, 2009, calculated pursuant to Rule 13d-3(d)(1).

CUSIP No. 15911M107

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only) All Honest International Limited No I.R.S Identification Number
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC use only
4.	Citizenship or place of organization British Virgin Islands
Number of shares beneficially owned by each reporting person with	5. Sole voting power 70,250,000 Class A ordinary shares (4) (5)
	6. Shared voting power 0
	7. Sole dispositive power 70,250,000 Class A ordinary shares (4)
	8. Shared dispositive power 0
9.	Aggregate amount beneficially owned by each reporting person 70,250,000 Class A ordinary shares (4)
10.	Check if the aggregate amount in Row (9) excludes certain shares (see instructions) <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 79.7% (6)
12.	Type of reporting person (see instructions) CO

(4) All Honest International Limited has voting and dispositive power with respect to Sohu.com (Game) Ltd. As a result, All Honest International Limited may be deemed to beneficially own 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd., and is filing this Schedule 13G with respect to such 70,250,000 shares.

(5) See Footnote (2) for a description of the voting rights with respect to the 70,250,000 Class B ordinary shares held of record by Sohu.com (Game) Ltd.

(6) See Footnotes (2) and (3).

CUSIP No. 15911M107

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only) Sohu.com Limited No I.R.S Identification Number
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC use only
4.	Citizenship or place of organization Cayman Islands
Number of shares beneficially owned by each reporting person with	5. Sole voting power 70,250,000 Class A ordinary shares (7)(8)
	6. Shared voting power 0
	7. Sole dispositive power 70,250,000 Class A ordinary shares (7)
	8. Shared dispositive power 0
9.	Aggregate amount beneficially owned by each reporting person 70,250,000 Class A ordinary shares (7)
10.	Check if the aggregate amount in Row (9) excludes certain shares (see instructions) <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 79.7% (9)
12.	Type of reporting person (see instructions) CO

(7) Sohu.com Limited has voting and dispositive power with respect to All Honest International Limited, which has voting and dispositive power with respect to Sohu.com (Game) Ltd. As a result, Sohu.com Limited may be deemed to beneficially own 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd., and is filing this Schedule 13G with respect to such 70,250,000 shares.

(8) See Footnote (2) for a description of the voting rights with respect to the 70,250,000 Class B ordinary shares held of record by Sohu.com (Game) Ltd.

(9) See Footnotes (2) and (3).

CUSIP No. 15911M107

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only) Sohu.com Inc. No I.R.S Identification Number
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC use only
4.	Citizenship or place of organization Delaware, U.S.A.
Number of shares beneficially owned by each reporting person with	5. Sole voting power 70,250,000 Class A ordinary shares (10)(11)
	6. Shared voting power 0
	7. Sole dispositive power 70,250,000 Class A ordinary shares (10)
	8. Shared dispositive power 0
9.	Aggregate amount beneficially owned by each reporting person 70,250,000 Class A ordinary shares (10)
10.	Check if the aggregate amount in Row (9) excludes certain shares (see instructions) <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 79.7% (12)
12.	Type of reporting person (see instructions) CO

- (10) Sohu.com Inc. has voting and dispositive power with respect to Sohu.com Limited, which has voting and dispositive power with respect to All Honest International Limited, which has voting and dispositive power with respect to Sohu.com (Game) Limited. As a result, Sohu.com Inc. may be deemed to beneficially own 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd., and is filing this Schedule 13G with respect to such 70,250,000 shares.
- (11) See Footnote (2) for a description of the voting rights with respect to the 70,250,000 Class B ordinary shares held of record by Sohu.com (Game) Ltd.
- (12) See Footnotes (2) and (3).

- Item 1.** (a) Name of Issuer:
Changyou.com Limited
- (b) Address of Issuer's Principal Executive Offices:
East Tower, Jing Yan Building
No. 29 Shijingshan Road, Shijingshan District
Beijing 100043
People's Republic of China

- Item 2.** (a) Name of Person Filing:
Sohu.com (Game) Ltd., All Honest International Limited, Sohu.com Limited and Sohu.com Inc. The persons named in this paragraph are referred to individually herein as a "Reporting Person" and collectively as the "Reporting Persons."
- (b) Address of Principal Business Office or, if none, Residence:
Sohu.com (Game) Ltd.
Scotia Center, 4th Floor
P.O. Box 2804
George Town, Grand Cayman
Cayman Islands, KY1-1112

All Honest International Limited
P.O. Box 957
Offshore Incorporations Center
Road Town, Tortola
British Virgin Islands

Sohu.com Limited
Walkers SPV Limited, Walker House,
Mary Street, P.O. Box 908GT
George Town, Grand Cayman
Cayman Islands.

Sohu.com Inc.
Level 12, Sohu.com Internet Plaza, No. 1 Unit
Zhongguancun East Road
Haidian District, Beijing 100084
People's Republic of China
- (c) Citizenship:
Each of Sohu.com (Game) Ltd. and Sohu.com Limited is a corporation organized under the laws of the Cayman Islands
All Honest International Limited is a corporation organized under the laws of the British Virgin Islands.
Sohu.com Inc. is a Delaware corporation.
- (d) Title of Class of Securities:
Class A ordinary shares, \$.01 par value per share
- (e) CUSIP Number:
15911M107

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K).

Not Applicable.

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

70,250,000 Class B ordinary shares held of record by Sohu.com (Game) Ltd. are convertible into 15,000,000 Class A ordinary shares at any time in its sole discretion Sohu.com (Game) Ltd. may be deemed to beneficially own 70,250,000 Class A ordinary shares of the Issuer pursuant to Rule 13d-3 under the Exchange Act.

All Honest International Limited has dispositive and voting power with respect to Sohu.com (Game) Ltd. All Honest International Limited may be deemed to beneficially own the 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd.

Sohu.com Limited has voting and dispositive power with respect to All Honest International Limited, which has voting and dispositive power with respect to Sohu.com (Game) Limited. Sohu.com Limited may be deemed to beneficially own 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd.

Sohu.com Inc. has voting and dispositive power with respect to Sohu.com Limited, which has voting and dispositive power with respect to All Honest International Limited, which has voting and dispositive power with respect to Sohu.com (Game) Ltd. Sohu.com Inc. may be deemed to beneficially own 70,250,000 Class A ordinary shares which are deemed to be beneficially owned by Sohu.com (Game) Ltd.

(b) Percent of class:

Sohu.com (Game) Ltd.: 79.7%

All Honest International Limited: 79.7%

Sohu.com Limited: 79.7%

Sohu.com Inc.: 79.7%

The foregoing percentages are calculated based on 17,860,000 Class A ordinary shares of the Issuer issued and outstanding as of December 31, 2009, pursuant to Rule 13d-3(d)(1).

(c) Number of shares as to which the person has:**(i) Sole power to vote or to direct the vote*:**

70,250,000 Class A ordinary shares for Sohu.com (Game) Ltd.

70,250,000 Class A ordinary shares for All Honest International Limited

70,250,000 Class A ordinary shares for Sohu.com Limited

70,250,000 Class A ordinary shares for Sohu.com Inc.

* See Footnotes 2 for a description of Sohu.com (Game) Ltd.'s ownership of 70,250,000,000 Class B ordinary shares.

(ii) Shared power to vote or to direct the vote

0 shares for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of

70,250,000 Class A ordinary shares for Sohu.com (Game) Ltd.

70,250,000 Class A ordinary shares for All Honest International Limited

70,250,000 Class A ordinary shares for Sohu.com Limited

70,250,000 Class A ordinary shares for Sohu.com Inc.

(iv) Shared power to dispose or to direct the disposition of

0 shares for each Reporting Person.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

Not Applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned hereby certify that the information set forth in this statement is true, complete and correct.

Date February 12, 2010

Sohu.com (Game) Ltd.

By: Sohu.com Limited
Its Sole Director

By: /s/ Carol Yu

Name: Carol Yu

Title: Director

All Honest International Limited

By: Sohu.com Limited
Its Sole Director

By: /s/ Carol Yu

Name: Carol Yu

Title: Director

Sohu.com Limited

By: /s/ Carol Yu

Name: Carol Yu

Title: Director

Sohu.com Inc.

By: /s/ Carol Yu

Name: Carol Yu

Title: Chief Financial Officer

JOINT FILING AGREEMENT

WHEREAS, the undersigned are beneficial owners, as determined pursuant to Rule 13d-3 of the General Rules and Regulations under the Securities Exchange Act of 1934, of Class A ordinary shares, \$.01 par value per share, of Changyou.com Limited;

NOW, THEREFORE, the undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements.

IN WITNESS WHEREOF, this Agreement has been signed by the undersigned as of February 12, 2010.

Sohu.com (Game) Ltd.

By: Sohu.com Limited
Its Sole Director

By: /s/ Carol Yu

Name: Carol Yu
Title: Director

All Honest International Limited

By: Sohu.com Limited
Its Sole Director

By: /s/ Carol Yu

Name: Carol Yu
Title: Director

Sohu.com Limited

By: /s/ Carol Yu

Name: Carol Yu
Title: Director

Sohu.com Inc.

By: /s/ Carol Yu

Name: Carol Yu
Title: Chief Financial Officer